SALZER ELECTRONICS LTD
Regd. Office : Samichettipalayam, Jothipuram (Post)
Coimbatore -641 047.
CIN : L03210TZ1985PLC001535.
Phone No.0422-4233600/ 614/696
E-Mail : baskarasubramanian@salzergroup.com
web site : https://www.salzergroup.net/

August 21, 2025

To

THE CORPORATE RELATIONSHIP DEPT
BSE Limited
I Floor, New Trading Ring, Rotunda
Building, P.J.Towers, Dalal Street, Fort,
Mumbai - 400 001.

M/s. National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
BandraKurla Complex,
Bandra (E),Mumbai – 400 051
Tel :+91 22 26598235/36, 26598346
Fax : +91 22 26598237/38 Symbol: **SALZERELEC**

SCRIP CODE: 517059

Dear Sir,

Sub : Filing of Notice to the shareholders – 40th AGM – reg
Ref : Our letter dt. 24.05.2025 - Intimation of date of AGM

NOTICE is hereby given that the 40th Annual General Meeting of the Members of the company will be held on **Friday,** the **12th September 2025** at 11.30 am to transact the business mentioned in the Notice of the Annual General Meeting being held through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The schedule of the AGM is set out below:

Event	Date	Time
Cut-off date to vote on AGM resolutions	5th September, 2025	NA
Record Date -AGM	29th August, 2025	NA
Commencement of remote e-voting	8th September, 2025	09:00 a.m. IST
End of remote e-voting	11th September, 2025	05:00 p.m. IST
AGM	12th September, 2025	11:30 a.m. IST

Further in terms of Regulation 34(1) of SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, we are attaching herewith our Annual Report for the financial year 2024-25. The soft copy of the Annual Report is also available on the website of the Company www.salzergroup.net.

You are requested to kindly take a note of the same and disseminate the same.

Thanking you Yours faithfully
For SALZER ELECTRONICS LIMITED

MURUGE
SAN.K.M.

K M MURUGESAN
COMPANY SECRETARY

salzer

ANNUAL REPORT 24-25

Salzer Electronics Limited

Future **Fortified**

INDEX READING

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40th ANNUAL GENERAL MEETING INFORMATIOM

Date	:	September 12, 2025
Day	:	Friday
Time	:	11.30 am
Mode	:	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Remote e-Voting Information

e-Voting period starting on	:	September 08, 2025 Monday (9.00 am)
e-Voting period ending on	:	September 11, 2025 Thursday (5.00 pm)
EVEN No.	:	135195

PLANT LOCATION

Unit - I
Samichettipalayam, Jothipuram (Via)
Coimbatore - 641 047.

Unit - II
Chinnamaddampalayam,
Coimbatore - 641 019.

Unit - III
#2, Gudalur Village,
Samichettipalayam,Jothipuram (Via),
Coimbatore - 641 047.

Unit - IV
SF. No. 863, Coimbatore Main Road,
Bettathapuram, Coimbatore - 641 104

Unit - V
SF. No. 882/3, Coimbatore Main Road,
Bettathapuram, Coimbatore - 641 104

Annur Plant
570/2, Opp. Annur Power House,
Kariyampalayam Post, Annur, Coimbatore - 641 653

Hosur Plant
SF. No. 722/1&2, 725, Thorapalli Road,
Hosur Taluk, Krishnagiri District - 635 109.
Tamil Nadu

Cautionary Statement

Certain expectations and projections regarding the future performance of the company referred in the Annual Report constitute forward-looking statement. These expectations and projections are based on the currently available competitive, financial and Economic data, along with the Company's Operating Plans and are subject to certain future events and uncertainties which could cause actual results to differ materially from those indicated by such statements.

salzer

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. N Rangachary (Chairman - Non Executive and Non Independent Director)	DIN: 00054437
Mr. R Doraiswamy (Managing Director)	DIN:00003131
Mr. D Rajesh Kumar (Joint Managing Director & CFO)	DIN:00003126
Mrs. Priya Bhansali (Independent Director)	DIN: 00195848
Mr. S Raman (Independent Director)	DIN: 02511138
Mr. Sharat Chandra Bhargava (Independent Director)	DIN: 00008146
Mr. V Sankaran (Non-Executive & Non Independent Director)	DIN: 00003141
Mr. Vishnu Rangaswamy (Non-Executive & Non Independent Director)	DIN : 00793090

COMPANY SECRETARY

Mr. K M Murugesan

Board Committees

a) Audit Committee

Mrs. Priya Bhansali - Chairperson

Mr. S Raman

Mr. N Rangachary

b) Nomination and Remuneration Committee

Mr. S Raman - Chairman

Mr. Sharat Chandra Bhargava

Mr. V Sankaran

c) Stakeholders Relationship Committee

Mr. N Rangachary - Chairman

Mrs. Priya Bhansali

Mr. D Rajesh Kumar

d) Corporate Social Responsibility Committee

Mr. N Rangachary - Chairman

Mr. R Doraiswamy

Mr. D Rajesh Kumar

Mr. S Raman

STATUTORY AUDITORS

M/s. SWAMY & RAVI,
Chartered Accountants,
90, Co-operative "A" Colony
K K Pudur, Coimbatore -641048

INTERNAL AUDITORS

M/s. DAT Associates
8/36, L.R.G.Layout, 5th Street, A.B.T.Road,
Karuvampalayam,Tiruppur - 641 604.

SECRETARIAL AUDITOR

M/s. G V & Associates
Company Secretary in Practice
G V Enclave, 18/30, Ramani Street,
K K Pudur, Saibaba Colony,
Coimbatore -641038

COST AUDITOR

Mr. Ramasubramania Raja
DTT, B.COM, BGL,MBA, FCS & ACMA
4A, First Floor, SR Iyer Layout,
Near All India Radio,
Trichy Road, Coimbatore- 641045

REGISTERED OFFICE

Samichettipalayam (PO)
Jothipuram (Via),
Coimbatore - 641 047.
Tel: 0422-4233600 / 2692531
E-mail: salzer@salzergroup.com
Website: www.salzergroup.net

SHARE TRANSFER AGENT (PHYSICAL & DEMAT)

M/s GNSA Infotech Private Limited
Nelson Chambers, 'F' block,
4th Floor #115, Nelson Manickam Road,
Aminthakarai, Chennai - 600 030.
Tel: 044-42962025
E-mail:sta@gnsaindia.com

LISTING ARRANGEMENTS

BSE Limited
(Bombay Stock Exchange Ltd) and
National Stock Exchange of India Limited

OUR BANKERS

M/s. Canara Bank
M/s. HDFC Bank Limited
M/s. Axis Bank &
M/s. IDFC First Bank Limited

MD's MESSAGE TO THE SHAREHOLDERS

Dear Shareholders,

With immense pride and gratitude, we present to you our Annual Report for FY25. Our chosen theme for this year, "Future Fortified," is not merely a reflection of our recent achievements; it is a bold declaration of our resilience, foresight, and long-term vision. In a world defined by disruption and digital acceleration, we have not only reinforced our foundations but also strategically positioned ourselves for sustainable and inclusive growth.

Over the past year, we have made significant strides on multiple fronts. From financial growth and operational efficiency to strategic collaborations and market expansion, our efforts have been firmly aligned with our long-term vision. The fiscal year FY25 stands as a testament to our resilience, adaptability, and unwavering focus on value creation along with technology upgradation.

Strong Financial Performance: A Year of Solid revenue Growth

On a standalone basis, we achieved total revenue of Rs. 1,383 crore for FY25, marking a 22% year-on-year increase from Rs. 1,136 crore in FY24. This growth was driven by stronger momentum across major business verticals, deeper customer engagement, and consistent contributions from all geographies. Our performance is not only strong in year-on-year terms but also consistent over the long term-with a compounded annual growth rate (CAGR) of 20% over the last five years. This consistency reaffirms the effectiveness of our strategy and the strength of our execution capabilities.

Our profitability also witnessed a substantial improvement, with profit growing by 44% year-on-year. While this includes a one-time gain from the strategic disvestment of around 1.60% equity stake in our Subsidiary Company - Kaycee Industries Limited, it also underscores **our ability to unlock value through prudent financial** management and asset optimization. Even excluding this one-time gain, our underlying operational profit remains healthy and in line with expectations in the given scenario.

> **"The Company achieved a 22% increase in revenue and a 44% rise in profit, driven by robust operations and buoyant market conditions, underscoring its strong financial performance and reinforcing its promising growth trajectory."**

In an increasingly margin-sensitive environment, we continue to place a strong emphasis on improving operational efficiency. Our ongoing initiatives in cost optimization, process automation, and supply chain enhancement are designed to improve margins sustainably over the time. We believe that margin expansion will be a critical driver of long-term value, and we remain committed to this strategic priority.

Strategic Wins and Project Momentum

FY25 was marked by significant strategic wins that are set to influence our growth path in the coming years.

Smart Metering Breakthrough: A key highlight was securing a significant order for Smart Meters. This milestone not only reaffirms our strong entry into the smart metering segment but also strategically positions us in a high-growth sector, driven by India's energy digitization and grid modernization initiatives under the Revamped Distribution Sector Scheme (RDSS).

Energy Efficiency for Urban Infrastructure: Additionally, we are proud to have secured a contract valued at Rs. 192 crore in partnership with Schnell Energy Equipments Private Limited, a Coimbatore-based company, for the implementation of energy efficiency projects within the Bengaluru Corporation. This marks a significant milestone, highlighting not only our expanding capabilities in energy management and sustainable infrastructure, but also our re-entry into the energy efficiency domain-an area of growing importance in today's sustainability-focused landscape.

These wins are not just financial milestones; they are strategic endorsements of our capabilities, our technological edge, and our reputation for delivery excellence.

Broadening Our Vision for a Stronger Tomorrow

Our broader strategic vision is deeply aligned with India's ambition to become a USD 5 trillion economy. As the country gears up for this transformation, we recognize the critical role that infrastructure, innovation, and sustainability will play in driving inclusive growth. We are fully committed to supporting this national aspiration through our capabilities, investments, and vision.

To that end, we have built a long-term approach that integrates technology, research, and operational excellence. We continue to place a strong focus on R&D, enabling us to develop innovative and future-ready products that cater to evolving market needs. Our R&D pipeline is being continuously strengthened with the goal of staying ahead of the curve in emerging technologies.

In parallel, we are actively scouting for technology partners-both domestic and international-who can augment our development capabilities and bring added value to our customers.

Operational excellence remains at the heart of our transformation journey. We maintain a relentless focus on improving efficiency across our manufacturing, procurement, logistics, and service delivery chains. These efforts are not only contributing to cost optimization but also to margin enhancement, which is essential for sustaining profitability in a challenging business environment.

A Resilient Foundation for the Future

The last few years have shown us the value of resilience-be it economic shocks, supply chain disruptions, or geopolitical uncertainty. At every step, our organization has demonstrated the ability to adapt, recover, and grow. FY25 was no exception.

Through prudent financial management, customer-centric innovation, and strategic agility, we have laid a **fortified foundation** for the years ahead. The strength of our balance sheet, the depth of our talent, and the robustness of our execution capabilities give us the confidence to pursue new opportunities while managing risks effectively.

Looking Ahead: Positioned for Sustained Success

As we look to FY26 and beyond, we are optimistic yet pragmatic. The demand outlook across key sectors-smart energy, infrastructure modernization, and industrial automation-remains strong. With our diversified business model, we are well-positioned to capitalize on this momentum.

Our focus for the coming years will remain on:

- Scaling our core businesses through operational excellence and customer delight
- Expanding into adjacent export markets and digital services
- Investing in talent, innovation, and partnership
- Strengthening governance, sustainability, and transparency

We are confident that these strategic priorities will help us continue delivering profitable and responsible growth while reinforcing our position as a trusted industry leader.

In Gratitude

None of these achievements would have been possible without the dedication of our employees, the trust of our Customers., supply partners and Bankers, and the continued support of our shareholders. To our Board of Directors, I extend my heartfelt appreciation for their guidance, oversight, and unwavering commitment to good governance.

As we close this chapter and step into a future fortified by the learnings, efforts, and successes of FY25, I want to assure you that we remain firmly committed to delivering long-term value to all our stakeholders. We are excited about the road ahead and invite you to join us as we build the next chapter of sustainable, resilient, and transformative growth.

Thank you for your trust, belief, and partnership.

Warm regards,

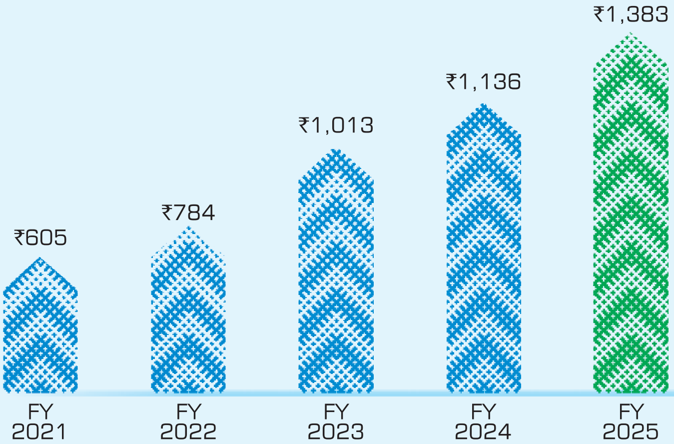
(Sd/-)

R Doraiswamy Managing Director

July 25, 2025

A Commitment to **Growth** and **Sustainability**

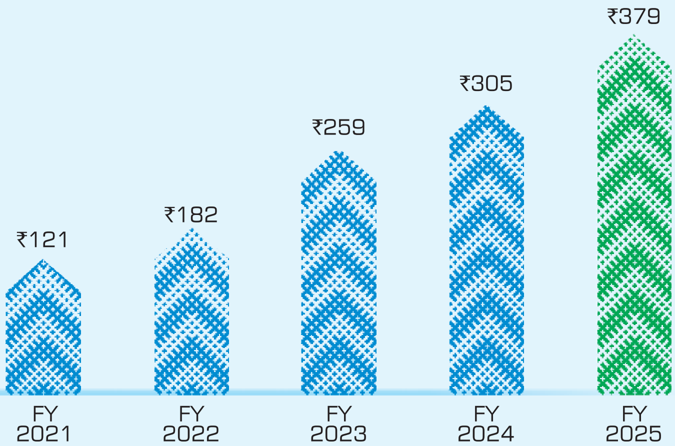
Standalone Revenue Growth (₹in Cr)



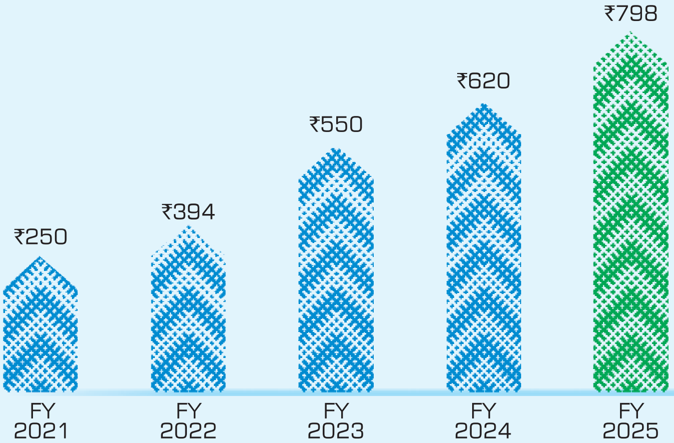
The Company's revenue has more than doubled from ₹605 crore in FY21 to ₹1,383 crore in FY25, delivering a robust 5-year CAGR of 20%. In FY25, revenue grew by 22% over FY24, reflecting sustained year-on-year momentum driven by strong demand and deepened customer relationships.

Export Business (₹in Cr)

Despite persistent global uncertainties and geopolitical disruptions, export revenue delivered a strong 30% CAGR over the past five years. This performance underscores our expanding international footprint and resilience in navigating external headwinds. The share of exports in total revenue rose from 20% in FY21 to 27% in FY25, with FY25 alone recording a remarkable 24% growth over the previous year.

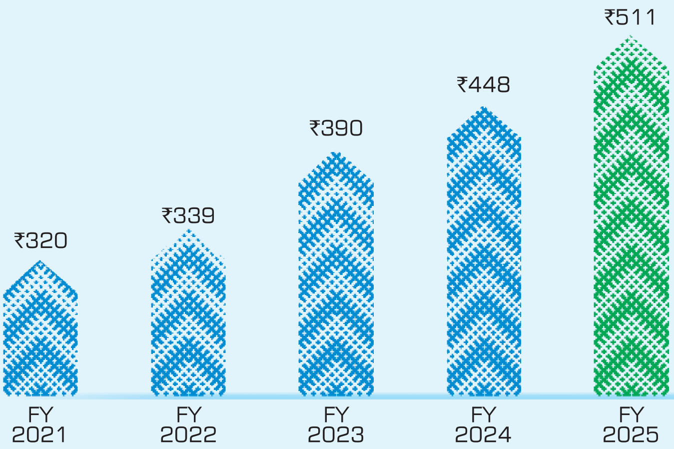


Industrial Switch Gear Performance (₹in Cr)



The Industrial Switch Gears division has achieved remarkable results, posting a 5-year CAGR of 26%. Its contribution to the company's total revenue has surged from 41% in FY21 to 58% in FY25. This strong growth trend highlights sustained demand, broader market reach, and consistent operational excellence

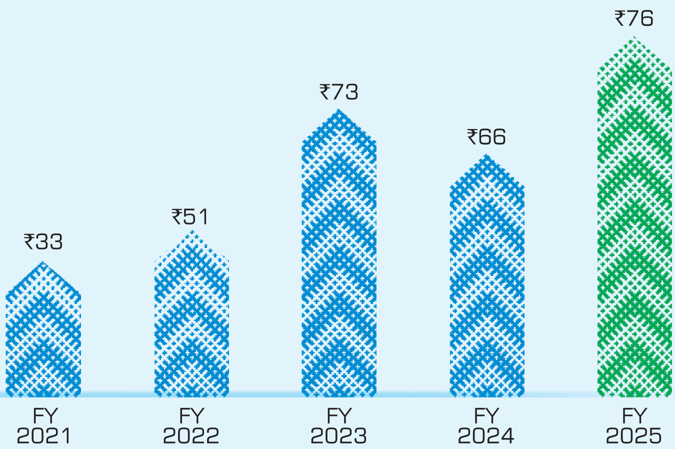
Wires and Cables Performance (₹in Cr)



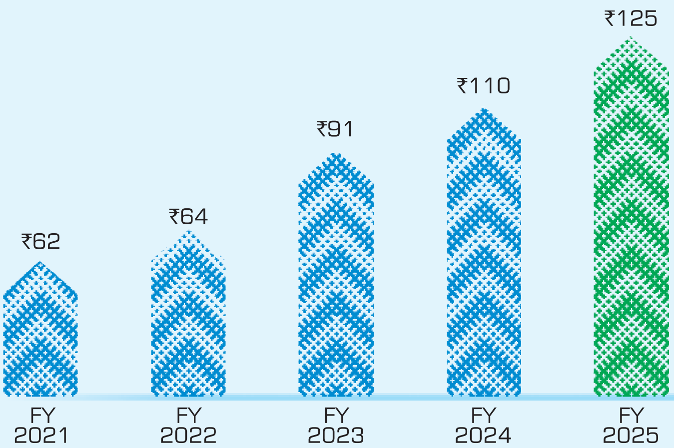
The Wires and Cables segment has delivered steady revenue growth, achieving a 5-year CAGR of 15%. Revenue has increased from ₹320 Cr in FY21 to ₹511 Cr in FY25. However, its contribution to the company's total revenue has moderated from 53% in FY21 to 37% in FY21, reflecting a relatively faster growth in other business division despite healthy performance in this division.

Building Products Performance (₹in Cr)

The Building Products segment has shown steady progress, registering a 5-year CAGR of 18%. Revenue grew from ₹33 Cr in FY21 to ₹76 Cr in FY25. Its share of total revenue has remained consistent at around 6-7%, indicating a stable contribution to the company's overall performance.

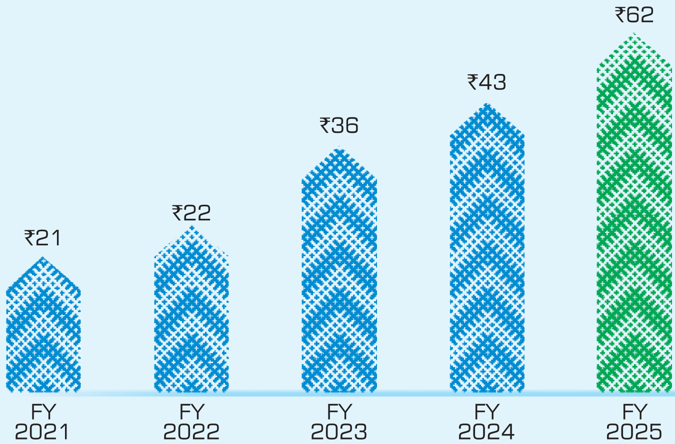


Operating Profit Growth (₹in Cr)



Operating profit growth remained resilient over the past five years, delivering a 15% CAGR despite ongoing cost pressures. In FY25, margins experienced some volatility due to input cost fluctuations; nevertheless, profitability stayed robust, with operating profit rising 13% year-on-year..

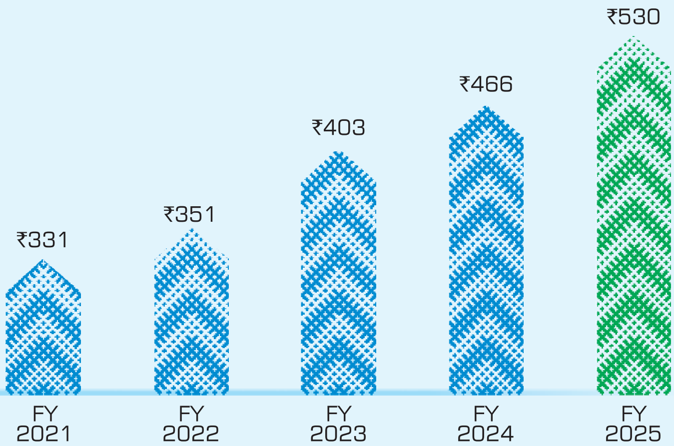
Net Profit Growth (₹in Cr)



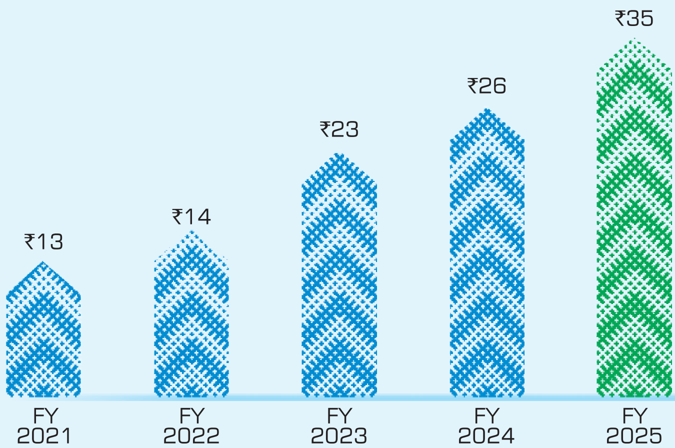
With profit margins remaining consistently healthy over the last five years, Net Profit grew from ₹21 crore in FY21 to ₹62 crore in FY25, delivering a strong 19% CAGR. Efforts are continually being made to further enhance profit margins through operational efficiency, cost control, and disciplined execution of strategic initiatives. In FY25, PAT grew by 44% with the aid of some exceptional gains

Net Worth (₹in Cr)

The Company's net worth has grown steadily at a CAGR of 10% over the last five years, driven by consistent profitability and internal accruals.

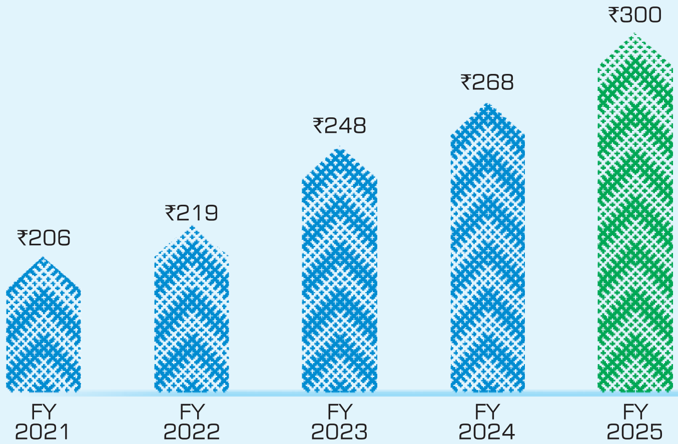


Earning per Share



Earnings per Share (EPS) improved significantly from ₹13 in FY21 to ₹35 in FY25, reflecting the Company's profit growth and value creation for shareholders.

Book Value per Share

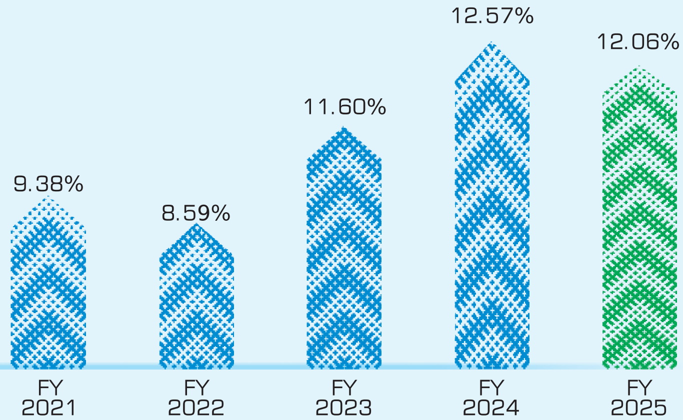


Increasing the Book Value per share from ₹206 in FY21 to ₹300 in FY25 demonstrates our commitment to enhancing shareholder wealth year after year.

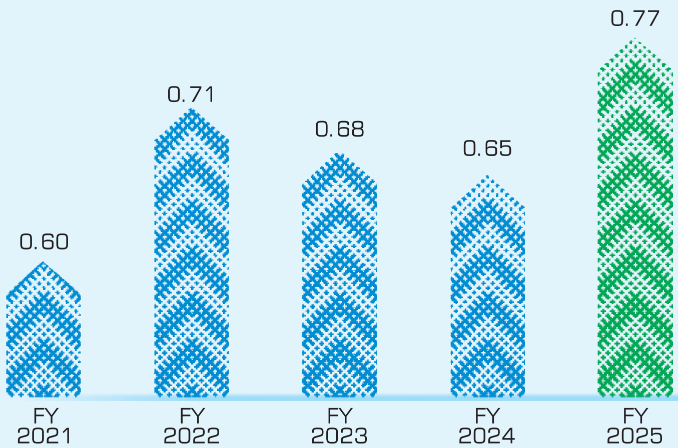
Return on Capital Employed

The ROCE has shown a steady sequential rise from 9.38% in 2021 to 12.06% in 2025. This upward movement reflects improving efficiency in generating returns from capital employed.

Formula for ROCE = EBIT/Capital Employed



Debit Equity Ratio

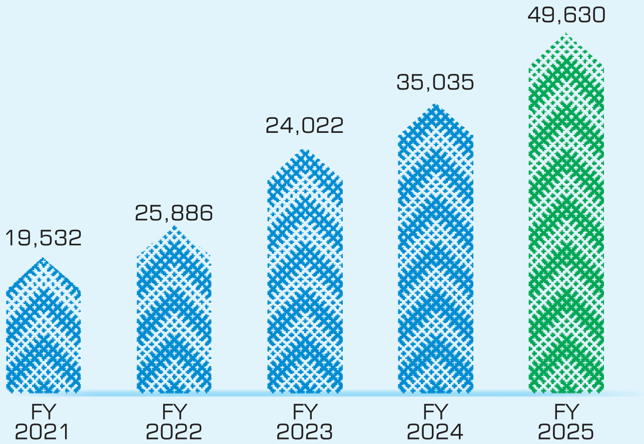


The debt-equity ratio has remained below 1 throughout 2021-2025, indicating a comfortable leverage position.

This reflects the company's prudent capital structure and manageable debt levels relative to equity

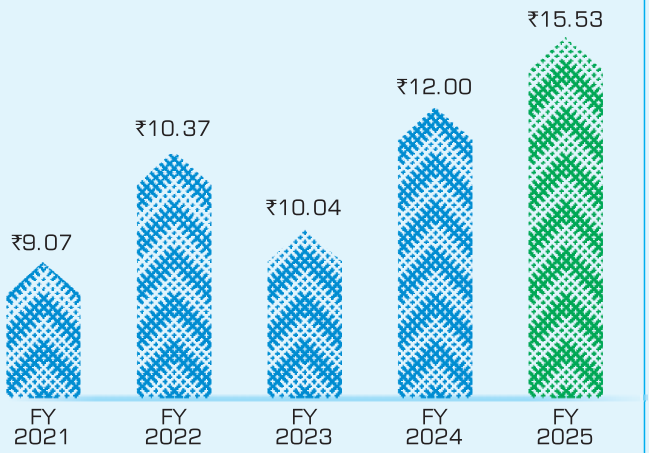
Formula for Debt equity Ratio = Total debt/ total shareholders' fund

Shareholders



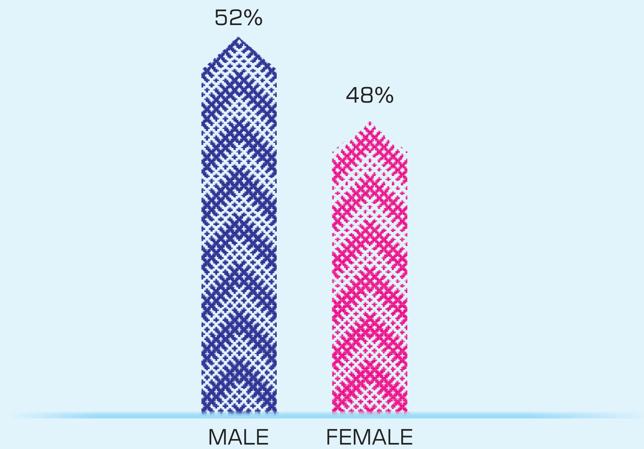
The steady rise in shareholder numbers from 19,532 in 2021 to 49,630 in 2025 reflects growing investor confidence in the company's performance. This upward trend signals strong interest in the company's long-term growth story.

R & D (₹in Cr)



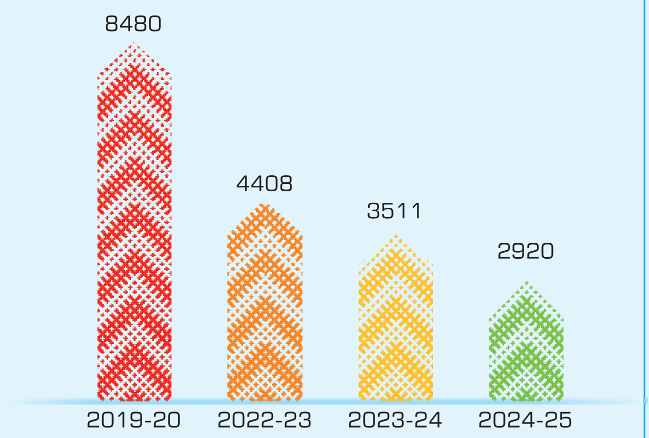
The company's rising R&D spend, growing from ₹9.07 crore in 2021 to ₹15.53 crore in 2025, highlights its dedication to innovation. This continuous investment is driving transformative products and paving the way for remarkable impact.

Gender Diversity in 2024 - 25



The workforce comprises 52% male and 48% female employees, reflecting a culture of inclusivity and shared responsibility in delivering results.

CO2 - Emission (MT)



CO_2 emissions have been reduced from 8,480 MT in 2019-20 to 2,920 MT in 2024-25, marking substantial progress. The Company remains steadfast in its goal to achieve Net Carbon Zero by 2030.

These results underscore a strong and ongoing commitment to environmental sustainability.

NOTICE TO THE MEMBERS

NOTICE is hereby given that the **40th Annual General Meeting** of the Members of **Salzer Electronics Limited** will be held on **Friday, September 12, 2025 at 11.30 a.m.,** through **Video Conferencing (VC) / Other Audio Visual Means (OAVM)** with virtual presence of the Shareholders to transact the following businesses:

Ordinary Business:

1. **Adoption of Standalone Financial Statements**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, comprising the Balance Sheet as at that date, the Statement of Profit and Loss, the Cash Flow Statement, and the Statement of Changes in Equity for the year ended on that date, together with the reports of the Board of Directors and the Auditors thereon, as circulated to the shareholders, be and are hereby received, considered, and adopted.

2. **Adoption of Consolidated Financial Statements**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, comprising the Consolidated Balance Sheet as at that date, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement, and the Consolidated Statement of Changes in Equity for the year ended on that date, together with the report of the Auditors thereon, as circulated to the shareholders, be and are hereby received, considered, and adopted."

3. **Declaration of Dividend on Equity Shares.**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution

   "RESOLVED THAT a dividend at the rate of Rs.2.50 (25%) per equity share of Rs.10/- each fully paid-up of the Company be and is hereby declared for the financial year 2024-25, and that the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2025.".”

4. **Re-appointment of Mr. D. Rajeshkumar (DIN: 00003126) as Director.**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution

   "RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013, read with Article 178 of the Articles of Association of the Company, Mr. D. Rajeshkumar (DIN: 00003126), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

5. **Re-appointment of Mr. D. Vishnu Rangaswamy (DIN: 00793090) as Director.**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

   "RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013, read with Article 178 of the Articles of Association of the Company, Mr. D. Vishnu Rangaswamy (DIN: 00793090), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

Special Business:

6. **Appointment of M/s. G V and Associates, Company Secretaries, as Secretarial Auditors of the Company.**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

   "RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. G V and Associates, Company Secretaries, Coimbatore, a peer-reviewed firm (Firm Registration No.: P2004TN081200), be and are hereby appointed as the Secretarial Auditors of the Company for a first term of five (5) consecutive financial years commencing from the financial year 2025–26, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said Secretarial Auditors."

   "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution

7. **Ratification of Remuneration to Cost Auditor for the Financial Year 2025–26**

   To consider and if thought fit, to pass the following resolution as an Ordinary Resolution

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs.1,75,000/- (Rupees One Lakh Seventy-Five Thousand Only) per annum, exclusive of applicable taxes and reimbursement of out-of-pocket expenses, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, payable to CMA A. R. Ramasubramania Raja (Membership No. 32458), Cost Accountant, Coimbatore, who has been appointed as the Cost Auditor of the Company to conduct the audit of cost accounting records for the financial year 2025–26, be and is hereby ratified and confirmed."

NOTICE (Contd.)

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

By the order of the Board of Directors

Date: August 08, 2025
Place: Coimbatore

K M Murugesan
Company Secretary
M.No. : A25953

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 Act setting out material facts concerning the business under Item Nos. 5 & 6 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/ re-appointment as Director under Item Nos. 4 & 5 of the Notice, are also annexed.

2. The Ministry of Corporate Affairs ("MCA") vide its relevant Circulars issued during the years 2020, 2021, 2022, 2023 & 2024 permitted the conduct of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The same has been acknowledged by the Securities and Exchange Board of India vide its relevant Circulars issued during the years 2020, 2021, 2022, 2023 & 2024. The deemed venue for the AGM shall be the Registered Office of the Company. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") MCA Circulars and SEBI Circulars, the 40th AGM of the Company for the financial year 2024-25 is being held through VC / OAVM.

3. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is provided in Page No. 11 and available at the Company's website www.salzergroup.com.

4. The AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

6. Corporate Members are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting to the Scrutiniser by email through its registered email address to senthilkumaracs@yahoo.com with a copy marked to evoting@nsdl.co.in

7. 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 Companies Act, 2013.

8. In compliance with the aforesaid MCA Circulars and SEBI Circulars, the Notice of AGM along with Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2024-25 has been uploaded on the website of the Company at www.salzergroup.net The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. https://eservices.nsdl.com. The Company will supply hard copy of annual report to those shareholders who requested for the same.

9. Soft copies of the Register of Directors' and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members during the AGM.

10. Members whose email address are not registered can register the same in the following manner:

    a. Members holding share(s) in physical mode can register their e-mail ID on the Company's website at https://www.salzer@salzergroup.com, investors/shareholder-registration by providing the requisite details of their holdings and documents for registering their e-mail address; and

    b. Members holding share(s) in electronic mode are requested to register / update their e-mail address with their respective Depository Participants ("DPs") for receiving all communications from the Company electronically.

11. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

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12. The Members can join the AGM through 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 1,000 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.

13. The Company has fixed Friday, August 29, 2025 as the record date for the purpose of determining eligible shareholders entitled for the Dividend, if approved at the meeting, for the financial year 2024-25.

14. The dividend, as recommended by the Board of Directors of the Company, if declared at the Annual General Meeting, will be paid within the stipulated time to those Members whose names stand registered on the Company's Register of Members:-

    a) In respect of shares held in dematerialized form, the Beneficial Owners are as at the end of business hours on Friday the 29th August 2025, as per the list to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

    b) In respect of shares held in physical form, the Beneficial Owners are the Members in the Register of Members of the Company after giving effect to valid share transmission / transposition lodged with the Company, on or before Thursday the 28th August, 2025 and whose names appearing in the Register of Members on Friday, 29th August 2025, in respect of Members holding shares in physical form.

15. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021 (subsequently amended by Circular Nos. SEBI/O/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 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.

    As per the Income Tax Act, 1961 ("Income Tax Act"), dividend income is taxable in the hands of the members. The Company shall therefore deduct tax at source at the time of making payment of dividend at the prescribed rates. The members are requested to note that the Tax Deducted at Source ("TDS") rates varies for each person, based on their residential status and entity type. The applicable TDS and the relevant documents required by the Company to determine the same are as follows.

    If the shareholders wish to avail a lower TDS rate / Nil TDS rate on the dividend, the following documents may be sent to sta@gnsaindia.com on or before Friday, September 6, 2025 before 5:00 pm (IST).

A. Resident shareholders

For Resident Shareholders, taxes shall be deducted at source under Section 194 of the Income Tax Act, as follows:

Shareholders not having PAN / valid PAN	20% or as notified by the Government of India as per section 206AA of the Income Tax Act
Shareholders having valid Permanent Account Number (PAN)	10% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual shareholder :

- if the total dividend to be received by them during Financial Year ("FY") 2025-26 does not exceed Rs.10,000 in aggregate across all holdings in the Company.
- Lower/Nil withholding certificate issued under section 197 of the Income Tax Act covering FY 2025-26;
- Form 15G, which is applicable to Resident Individual shareholders who are below 60 years of age and whose tax on total income during FY 2025-26 is estimated to be Nil.
- Form 15H, which is applicable to Resident Individual shareholders who are at the age of 60 years and above during the FY 2025-26 and whose tax on total income during FY 2025-26 is estimated to be Nil.

B. Non-resident shareholders

For Non-resident Shareholders (excluding FPIs / FIIs), taxes are required to be withheld in accordance with the provisions of section 195 of the Income Tax Act at the rates in force i.e., 20% (plus applicable surcharge and cess). Non-resident shareholders (excluding FPIs / FIIs), have the option of being governed by the provisions of the Double

Taxation Avoidance Agreement (DTAA) between India and their country of tax residence, if the provisions of the DTAA are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

B. Non-resident shareholders

For Non-resident Shareholders (excluding FPIs / FIIs), taxes are required to be withheld in accordance with the provisions of section 195 of the Income Tax Act at the rates in force i.e., 20% (plus applicable surcharge and cess). Non-resident shareholders (excluding FPIs / FIIs), have the option of being governed by the provisions of the Double Taxation Avoidance Agreement (DTAA) between India and their country of tax residence, if the provisions of the DTAA are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN Card allotted by the Indian Income Tax Authorities duly attested by the shareholder.
- Copy of Tax Residency Certificate (TRC) for FY 2025-26, obtained from the revenue authorities of the country of tax residence, duly attested by the shareholder.
- Self-declaration in Form 10F.
- Self-declaration by the shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.
- Self-declaration of Beneficial ownership by the shareholder.
- Any other documents as prescribed under the Act for lower withholding of taxes if applicable, duly attested by the shareholder.

For FPIs / FIIs, taxes will be withheld in accordance with the provisions of section 196D of the Income Tax Act at the rate of 20% (plus applicable surcharge and cess). FIIs/FPIs also have the option of being governed by the provisions of the Double Taxation Avoidance Agreement (DTAA) between India and their country of tax residence, if the provisions of the DTAA are more beneficial to them. Taxes then shall be deducted at the rate provided under DTAA, if same is lower than the existing TDS rate of 20%.

The shareholders may note that the above documents would be considered only if they are found to be in order in accordance with the provisions of the Income Tax Act.

Members are advised to verify the correctness of the PAN and update the same with your Depository Participant (if you hold shares in dematerialized mode) or the Registrar and Share Transfer Agents (if you hold shares in physical mode), at the earliest.

No communication/documents on the tax determination/ deduction shall be considered by the Company after Friday, September 6, 2025 and the TDS basis the information / documents available with the Company, would be considered.

The members may note that no claim shall lie against the Company for TDS/withholding taxes deducted from the dividend paid.

16. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s. GNSA Infotech Limited (GNSA) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to GNSA / Company.

17. As per SEBI regulations, except in case of transmission or transposition of securities, requests for effecting transfer of securities in physical mode will not be processed with effect from 1st April 2019.

18. **In view of the above, the members holding shares in physical form are requested to consider converting their holdings to dematerialized and to avail various benefits of dematerialisation and to eliminate all risks associated with physical shares and for ease of portfolio management.**

19. Pursuant to the circular issued by SEBI, investors holding shares in physical mode are required to register / update their details regarding PAN, KYC, specimen signature, bank details and Nomination with the listed entity.

20. To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

21. The Company / the RTA recommends the updation of above information / details for the following reasons:

    ➢ Facilitating timely and secured receipt of dividends;

    ➢ Ensuring regular and timely delivery of correspondences and facilitating e-communication to notify relevant information on immediate basis;

    ➢ Ensuring that no documents are undelivered and returned back to the Company / the RTA;

- Paving way for direct interaction with the investors in case of any clarifications and updates;
- Ensuring secured access of information to shareholders by the way of signature verification / registration in the database and
- Ease of transmitting the shares to legal heirs through nomination

22. To update the information / details, the Shareholders are required to download relevant Forms (ISR -1. ISR-2 and SH-13) from Company Website www.salzergroup.net > Investors > Forms, and duly completed Forms along with supporting documents are to be submitted to the Registrar and Share Transfer Agent of the company – M/s.GNSA Infotech Private Limited, STA Department, Nelson Chambers, F-Block, 4th Floor, 115 Nelson Manickam Road, Aminthakarai, Chennai – 600 029.

23. Members holding shares in physical mode:

    a) are required to submit their Permanent Account Number (PAN) and Bank Account details to the Company/ RTA, if not registered with the Company as mandated by SEBI.

    b) are requested to register / update their e-mail address with the company / RTA for receiving all communications from the company electronically.

24. Members holding shares in electronic mode:

    a) are required to submit their Permanent Account Number (PAN) and Bank Account details to their DPs with whom they are maintaining their demat account.

    b) are requested to register / update their e-mail address with their DPs for receiving all communications from the company electronically.

25. Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:

    a) Change in their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

26. Those Members who have so far not encashed their dividend warrants for the Financial year 2017-18, may approach GNSA, for making their claim without any further delay as the said unpaid dividends will get transferred to the Investor Education and Protection Fund of the Central Government before October 10, 2025 pursuant to the provisions of Companies Act 2013. Further Ministry of Corporate Affairs has notified on September 05, 2016 operation of Section 124(6) of the Companies Act 2013 and Related Rules "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 effective September 07, 2016 which, inter alia, contain provisions for transfer of all shares in respect of which dividend has not been paid or claimed for seven consecutive years in the name of IEPF Suspense Account.

27. Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF Authority, after completion of seven years. Further, according to the rules, all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more shall also be transferred to the demat account created by the IEPF. The details of the shares and dividend transferred to IEPF Authority as on the due date are available on the website of the Company and the same can be accessed through the link: http://www.salzergroup.net/investors.html. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

28. Due dates for transfer of unclaimed / unpaid dividends from the financial year 2017-18 are as under and thereafter the unclaimed/unpaid dividend amount will be transferred to IEPF:

FY ended	Declaration Date	Last date for encashment	Due Date
2017-18 (31.03.2018)	22.09.2018	28.10.2025	26.11.2025
2018-19 (31.03.2019)	10.08.2019	14.09.2026	13.10.2026
2019-20 (31.03.2020)	No dividend Declared		
2020-21 (31.03.2021)	13.09.2021	18.10.2028	16.11.2028
2021-22 (31.03.2022)	10.09.2022	15.10.2029	13.11.2029
2022-23 (31.03.2023)	09.09.2023	14.10.2030	12.11.2030
2023-24 (31.03.2024)	14.09.2024	19.10.2031	18.11.2031

29. Shareholders are requested to note that no claim shall lie against the Company in respect of any amounts, which were unclaimed and unpaid for a period of 7 consecutive years and transferred to Investor Education and Protection Fund of the Central Government. However, Shareholders may claim from IEPF Authority both unclaimed dividend amount and the shares transferred to IEPF Suspense Account as per the applicable provisions of Companies Act, 2013 and rules made thereunder. Concerned members/ investors are advised to visit the webpage: http://www.iepf.gov.in/IEPFA/refund.html or contact our RTA for lodging claim for refund of shares and/or dividend from the IEPF Authority.

30. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, 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. The instructions for e-voting are given herein below. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if they have been passed at the AGM.

31. The Board of Directors has appointed M/s. P. Senthil Kumar & Associates, Company Secretaries as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

32. The facility for voting through electronic voting system shall also be made available at the AGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the AGM.

33. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC / OAVM but shall not be entitled to cast their vote again. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.

PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:-

I. (i) The remote e-voting period begins on Monday, September 08, 2025 (9.00 a.m.) and ends on Thursday, September 11, 2025 (5.00 p.m.). The e-voting module shall be disabled by NSDL for voting thereafter. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, September 05, 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, Saturday, September 05, 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 9, 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.	1. 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. 2. 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

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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.	3. 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. 4. 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
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.co.in or call at 022 - 4886 7000 and 022 - 2499 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:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) 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.
   c) How to retrieve your 'initial password'?
   (i) 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'.
   (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) 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. **set Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

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b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. 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?

1. 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.
2. 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 General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to senthilkumaracs @yahoo.com with a copy marked to evoting@nsdl.co.in. 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 toll free no.: 01800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in.

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 geetha.r@salzergroup.com or sanjay@salzergroup.com
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 geetha.r@salzergroup.com or cs@salzergroup.com If you are an Individual shareholders 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.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 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 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 EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 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 AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the 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 link" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General 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. Members who wish to register themselves as speaker shareholder (to speak at the AGM) are requested to write to the Company, from their registered email address mentioning their name, DPID & Client ID / Folio No, PAN, Mobile No., on or before September 12, 2024, Thursday (upto 5.00 P.M IST) to " geetha.r@salzergroup.com or cs@salzergroup.com ". Those members who have registered themselves as a speaker shareholder will only be allowed to express their views / ask questions during AGM

   i. Mr. P. Senthil Kumar & Associates, Practicing Company Secretary has been appointed as Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

   ii. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and not later than three days of the conclusion of the meeting, and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company to countersign the same.

   iii. The Results along with the Scrutinizer's Report shall be placed on the Company's website www.salzergroup.net within forty eight hours of the passing of the Resolutions at the 39th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

   iv. If any member buys the shares of the company after 8th August 2025 they may either write to the company for call for notice or download the notice from the website of the company to cast their vote as advised therein.

By the order of the Board of Directors

K M MURUGESAN
Company Secretary
M. No. : A25953

Date: August 08, 2025
Place: Coimbatore

NOTICE (Contd.)

EXPLANATORY STATEMENT

Explanatory statement in terms of Section 102 of the Companies Act, 2013:

Item No.6

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as notified by SEBI on December 12, 2024, and in accordance with Section 204 of the Companies Act, 2013 ("the Act") and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the appointment of Secretarial Auditors is required to be approved by the shareholders of the Company, based on the recommendation of the Board of Directors.

The Board of Directors, at its meeting held on May 24, 2025 Approved and recommended the appointment of M/s. G V and Associates, Company Secretaries, Coimbatore (Firm Registration No.: P2004TN081200), a peer-reviewed firm, as Secretarial Auditors of the Company for a first term of five (5) consecutive financial years, commencing from the financial year 2025–26.

The Secretarial Auditor shall be paid Rs. 1.50 Lakh plus applicable taxes and reimbursement of actual expenses incurred for conducting the Secretarial Audit under Section 204 of the Companies Act, 2013, for the financial year 2025–26. The remuneration for the subsequent years shall be decided through mutually agreed terms between the Board and the Secretarial Auditors.

Further, apart from the secretarial audit, the Company may engage M/s. G V & Associates for other permissible services as and when required, for which separate remuneration will be paid on mutually agreed terms.

The Board of Directors 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 M/s. G V & Associates.

M/s. G V and Associates is a reputed firm of Practising Company Secretaries based in Coimbatore, established by Mr. G. Vasudevan, who serves as the Founder and Senior Partner. The firm is registered with the Institute of Company Secretaries of India (ICSI) and holds a valid peer review certificate, indicating adherence to the highest standards of professional practice.

With a team of experienced professionals and associates, the firm has built a strong reputation for delivering high-quality services in the areas of corporate law advisory, secretarial audit, SEBI compliance, due diligence, M&A transactions, corporate restructuring, and regulatory reporting under the Companies Act, 2013 and SEBI Regulations. The firm caters to a wide range of clients including listed companies, large unlisted public companies, and group entities across various sectors such as manufacturing, services, and finance.

M/s. G V and Associates has confirmed that they have been peer-reviewed by the Institute of Company Secretaries of India (ICSI) and hold a valid peer review certificate. They are not disqualified from being appointed as Secretarial Auditors under applicable laws. The appointment is within the limits prescribed by ICSI guidelines and applicable SEBI regulations. They have no conflict of interest in terms of the ICSI Auditing Standard on Audit Engagement.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set out in Item No. 6 of the accompanying Notice for approval of the members.

Item No.7

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a Cost Auditor to audit the cost records maintained in respect of applicable products and services as prescribed under the Companies (Cost Records and Audit) Rules, 2014.

Based on the recommendation of the Audit Committee at its meeting held on May 24, 2025, the Board of Directors has approved the appointment of CMA A. R. Ramasubramania Raja (Membership No. 32458), a qualified Cost Accountant, as the Cost Auditor of the Company for the financial year 2025–26, to conduct the audit of the cost records of the Company.

The Board has also approved the remuneration of Rs. 1,75,000/- (Rupees One Lakh Seventy-Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses on actuals.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the shareholders of the Company.

The Board recommends the passing of the resolution set out in Item No. 7 of the accompanying Notice as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

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ANNEXURE TO NOTICE DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS 2015)

Name of the Director	Mr. D. Rajeshkumar	Mr.Vishnu Rangaswamy
DIN	00003126	00793090
Category	Executive Director	Non-Executive and Non-Independent Director
Date of Birth	25/9/1971	22/02/1976
Date of Appointment on the Board	22/12/2001	06/02/2020
Qualification	BE., MBA.,	B.Tech., MBA
Brief profile and nature of their expertise in specific functional areas	He has over 25 years of experience in the electrical and electronics industry, particularly in areas such as manufacturing, marketing, international business, and product development. As the Joint Managing Director of Salzer Electronics Limited, he plays a key role in managing the Company's overall operations, business strategy, and global expansion initiatives. Mr. Rajesh Kumar has been instrumental in driving exports, establishing global partnerships, and diversifying the Company's product portfolio to meet international standards. Under his leadership, Salzer has strengthened its presence in global markets and adopted advanced manufacturing technologies. He is also actively involved in the development of new business verticals, including customized automation products, and smart energy management systems, aligning with the Company's vision for long-term growth.	He is President of Global Technical Talent (GTT), Manpower Recruitment Firm in USA, and has been associated with GTT for more than 20 years and held various positions. He is an experienced person with a demonstrated history of working in the information technology staffing and services industry. Strong skills in the management of enterprise talent engagement initiatives, client services & talent acquisition, team mentoring and management, Executive Search, Technical Recruiting.
Terms and conditions of appointment	Liable to retire by rotation. The appointment shall be governed by the Resolution passed by the Shareholders at their Meeting(s).	Liable to retire by rotation. The appointment shall be governed by the Resolution passed by the Shareholders at their Meeting(s).
Remuneration paid for the financial year 2024-25	Information disclosed in the Corporate Governance Report annexed to the Annual Report	Information disclosed in the Corporate Governance Report annexed to the Annual Report
Remuneration proposed to be paid	He is entitled to Salary, Perks and Commission on Net Profits as detailed in the Resolution passed by the Shareholders at the Annual General Meeting held on September 13, 2021.	He is entitled to sitting fees for attending the meetings of Board.
Number of Board Meetings attended during the year	Information disclosed in the Corporate Governance Report annexed to the Annual Report	Information disclosed in the Corporate Governance Report annexed to the Annual Report
Directorships held in other companies/ Firm.	1. SRVE Industries Ltd, 2. Sri Ram Arts Centre Pvt Ltd 3. Salzer Exports Ltd 4. Salzer Securities Holdings Ltd 5. K R Health Care Pvt ltd 6. Kaycee Industries Ltd 7. Salzer EV Infra Pvt Ltd 8. Salzer Kostad EV Charges Pvt Ltd 9. Salzer E-March Electro Mobility Pvt Ltd 10. Kaycee Electricals India Ltd 11. Alera India Private Limited 12. Salzer Energy Solutions Pvt Ltd 13. Madras Radiators and Pressing Ltd 14. Kaycee Electricals India Ltd 15. Ultrafast Chargers Pvt Ltd 16. Salzer Green Energy Pvt Ltd	1. K R Health Care Private Limited 2. Sri Ram Arts Centre Private Ltd 3. Saradha Investments Limited 4. Salzer Spinners Limited 5. SRVE Industries Limited
Memberships / Chairmanships of committees across all Other companies	Committees of Kaycee Industries Ltd 1. Member - Audit Committee 2. Member - Stakeholders Relationship Committee	NIL
Shareholding in the Company as on 31.03.2025	2,62,420 shares - 1.48%	8,09,740 shares – 4.58%
Inter se relationship, if any	Son of Mr. R. Doraiswamy, Managing Director, and Brother of Mr.D.Vishnu Rangaswamy, Director	Brother of Mr. D.Rajesh Kumar, Joint Managing Director and Chief Financial Officer and son of Mr. R.Doraiswamy Managing Director

DIRECTORS' REPORT

The Directors have the pleasure in presenting the 40th Annual Report along with the Audited Financial Statements of the Company for the year ended March 31, 2025

The Information furnished hereunder is in line with Section 134 of the Companies Act 2013 and applicable Provisions contained in the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

1. PERFORMANCE REVIEW:-

Financial Summary of the Company

(₹ in Crs)

	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
i	Revenue from operations	1,382.92	1,135.58	1,418.33	1,166.31
ii	Other Income	5.43	1.56	5.34	1.95
iii	**Total Revenue (I + II)**	**1,388.35**	**1,137.14**	**1,423.67**	**1,168.26**
iv	Expenses				
a	Cost of materials consumed	1,082.66	876.04-	1,082.95	888.47
b	Purchase of stock in trade	-	-	12.68	-
c	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-34.02	-7.35	-33.69	-7.47
d	Employee benefit expenses	53.89	42.30	58.97	46.64
e	Finance Cost	40.81	33.67	41.14	34.09
f	Depreciation and amortization expense	22.29	19.06	23.22	20.11
g	Other expenses	155.45	114.39	163.52	121.70
h	**Total Expenses**	**1,321.08**	**1,078.11**	**1,348.99**	**1,103.53**
v	Profit before exceptional and extraordinary items and tax	67.27	59.03	74.68	64.73
vi	Exceptional Items	15.18	0.37	-	-
vii	Prior Period Items	-	-	-	-
viii	Profit before tax & extraordinary items	82.45	59.40	74.68	64.73
ix	Extraordinary items	-	-	-	-
x	**Profit before tax**	**82.45**	**59.40**	**74.68**	**64.73**
xi	Tax expense:	20.20	16.22	22.19	17.66
xii	Share of Profit from Associates	NA	NA	0.02	-
xiii	**Profit for the period - After Tax (x-xi-xii)**	**62.25**	**43.18**	**52.47**	**47.07**
xiv	Earnings per equity share:				
	(1) Basic (in Rs.)	35.03	25.77	29.75	27.38
	(2) Diluted (in Rs.)	35.21	24.12	29.67	25.34
xv	Reserves and Surplus	**512.60**	**448.68**	**526.87**	**456.08**

2. ECONOMIC AND OPERATIONAL LANDSCAPE DURING THE YEAR

During FY25, the Indian economy demonstrated resilience with a GDP growth of around 6.5%. Inflation was somewhat enhanced in the early part of the year due to global factors but moderated gradually with effective monetary policy measures. The government continued to push capital expenditure and implement key policy initiatives, including the Production-Linked Incentive (PLI) schemes; focus on ease of doing business, infrastructure modernization, and green energy transition. The industrial sector saw moderate recovery with growth in core sectors like construction and manufacturing. Despite global headwinds, the overall economic and industrial environment remained stable and supportive of a long-term growth momentum.

In the backdrop of an uncertain economic environment caused by persistent global headwinds and their definite spill- over effects on the Indian market, Salzer delivered a resilient standalone performance in FY25. The company recorded an operating revenue of Rs.1,382.92 crore, reflecting a strong 22% growth over the previous year, driven primarily by robust demand in the Industrial Switchgear and Wires & Cables segments. EBITDA, excluding other income, rose by 13.4% to Rs.124.94 crore. However, margins witnessed a moderate contraction to 9.03% from 9.70%, attributable to strategic investments in the company's emerging Smart Meter business. Profit after Tax grew significantly by 44.2% to Rs.62.26 crore, aided by an exceptional gain of Rs.15.18 crore from a partial divestment of investment in its subsidiary, Kaycee Industries Limited.

Over the last five years, Salzer has demonstrated a consistent growth, with sales rising at a Compounded Annual Growth Rate (CAGR) of 20%, reaching Rs.1,382.92 crore in FY25. Operating Profit and PAT also grew steadily at 15% and 19% CAGR respectively, reflecting strong execution, improved scale, and disciplined financial management across the business vertical.

Salzer's export business continued its strong upward trajectory in FY25, registering a 24% growth to Rs.379 crore from Rs.305 crore in FY24. Exports contributed 27% to the total revenue, up from 23% in the previous year, reflecting increasing global acceptance of Salzer's high-quality and reliable electrical solutions. Over the past five years, export revenue has grown at a robust CAGR of 30%, rising from Rs.98 crore in FY20. This sustained momentum underscores Salzer's successful expansion into international markets and reinforces its strategic focus on diversifying its revenue streams, enhancing global presence, and supporting overall corporate growth.

3. INDIVIDUAL DIVISION'S PERFORMANCE AND CONTRIBUTIONS

i) Industrial Switch Gear Division:

The Industrial Switchgear segment continues to be the cornerstone of Salzer Electronics' business, contributing significantly to its overall performance. In FY25, the segment recorded robust growth, driven by strong demand from industrial automation, infrastructure, and renewable energy sectors. Salzer's wide range of switchgear products—such as rotary switches, load break switches, and modular switches—are well-recognized for their reliability, safety, and compliance with global standards. The company's focus on product innovation, customization, and expanding OEM relationships has helped strengthen its market leadership. With increased adoption of energy-efficient and intelligent control systems, the segment is poised to remain a key growth driver going forward.

The Industrial Switchgear segment of the Company sustained its strong growth momentum, posting revenues of Rs.798.21 crore in FY25—a notable 28% increase over Rs.621.25 crore in FY24. Over the five-year period from FY20 to FY25, the segment delivered an impressive CAGR of 26%, reflecting consistent performance and increasing relevance in both domestic and global markets. This segment contributed 57% of the Company's total standalone revenue in FY25, reinforcing its position as the backbone of Salzer's operations. Growth was underpinned by steady demand from core industries and the export business, continued product innovation, and a focus on delivering reliable, high-quality, and customized engineering solutions. The segment maintained a robust EBITDA margin of 11.84% in Fy25.

In FY25, Wire Harness, Transformers, Cam switches, Isolators, Conduit Tubing and Relays all had strong growth momentum. This strong performance reflects product diversity, market alignment, and robust customer acceptance.

ii) Wires and Cables

The Wires and Cables remains a vital contributor to Salzer Electronics' overall business portfolio, reflecting consistent growth and strong market presence. In FY25, the segment recorded healthy performance, driven by increased demand from infrastructure, industrial, and residential sectors. Salzer's comprehensive product range—including flexible cables, control cables, Data Cables and specialty wires-caters to the Indian markets, aligning with stringent safety and performance standards. The company's focus on quality assurance, customized solutions, and timely delivery has strengthened its reputation among OEMs. With government-led infrastructure development and rising electrification needs, the segment is poised for sustained expansion in the coming years.

Wires and Cables market is intensely competitive, with a mix of organized players and unorganized local manufacturers, leading to pricing pressures and the need for continuous product differentiation. Despite these challenges, Salzer has successfully navigated this landscape through consistent quality, and a strong OEM customer base.

The Wires and Cables Division of the Company maintained its steady growth trajectory, recording revenues of Rs.511.53 crore in FY25, marking a 14% increase over the previous year. Over the five-year period FY20 to FY25, the segment achieved a healthy CAGR of 14%, underlining its stability and consistent market demand. Contributing 37% to the Company's overall revenue in FY25, this segment continues to benefit from strong demand in infrastructure, industrial, and residential sectors.

iii) Building Products

This Division of the Company operates in a highly fragmented and intensely competitive market, with significant presence of unorganized players creating persistent pricing and margin pressures. As a result, growth in this Division has remained modest, primarily due to market-related challenges. Recognizing the need to reposition this vertical for long-term value, the Company has initiated strategic steps to expand into export markets. In line with this vision, Salzer secured its first international order from Australia, marking a key milestone in this segment's journey. Focused efforts are now underway to enhance product competitiveness, streamline distribution, and unlock future growth potential globally.

Salzer's Building Products segment posted revenue of Rs. 76.22 crore in FY25, reflecting a 15% year-on-year growth. Over the five-year period FY20 to FY25, the segment recorded a healthy CAGR of 16%. Despite consistent efforts, the segment contributed only 6% to the Company's total standalone revenue in FY25 due to above said reason.

4. CONSOLIDATED FINANCIAL PERFORMANCE

The Company delivered a strong financial performance in FY25, recording consolidated operating revenue of Rs. 1,418.33 crore, a 22% increase over Rs. 1,166.31 crore in FY24. Operating profit rose by 14% to Rs. 133.90 crore, compared to Rs. 116.98 crore in the previous year. Net profit stood at Rs. 52.47 crore, reflecting a growth of 11% over Rs. 47.07 crore in FY24. The Company's consolidated net worth also improved significantly to Rs. 526.09 crore as against Rs. 456.08 crore in the previous year, registering a 15% increase.

5. KEY SIGNIFICANT DEVELOPMENTS

A. Re-entry into Energy Management through BBMP Project

After a gap of five years, in the Current financial year, has re-entered the Energy Management space by securing a significant Energy Efficiency Project from the Bruhat Bengaluru Mahanagara Palike (BBMP), The project, valued at Rs. 192 crore, involves the implementation of a Centralized Control and Monitoring System (CCMS) and the replacement of existing conventional streetlights with energy-efficient LED lights across the East Zone and part of the Bommanahalli Zone of BBMP. The contract is being executed in consortium with Schnell Energy Equipments Private Limited, leveraging their expertise in streetlight management. The project is scheduled to be completed within eight months, and the consideration will be received over a period of 84 months, as per the agreed terms. To facilitate smooth execution and lifecycle management, a Special Purpose Vehicle (SPV) has already been incorporated jointly with Schnell. This marks a focused and strategic step toward expanding Salzer's footprint in energy efficiency solutions.

B. Poised for Scalable Growth in Smart Metering

During Financial Year 2024-25, the Company secured a repeat order for ₹ 50 crore for Smart Energy Meters from one of India's largest Advanced Metering Infrastructure Service Providers (AMISP). This follows an earlier ₹5 crore order from the same customer, reflecting continued trust in Salzer's product quality and manufacturing capabilities. Backed by a state-of-the-art facility with an annual capacity of 4 million smart meters, Salzer is strategically positioned to meet ever growing demand under the Government of India's Revamped Distribution Sector Scheme (RDSS).

While the smart metering industry presents a significant opportunity exceeding 25 cr meters nationwide, the pace of actual deployment on the ground has been slower than anticipated. AMISPs-who form the core customer base for this initiative-continue to face various practical challenges related to field implementation, including infrastructure readiness, DISCOM-level coordination, and integration issues. Acknowledging these hurdles, the Government of India recently extended the overall implementation timeline for the smart meter rollout by an additional two years, highlighting the complexity and scale of the program.

Despite these near-term execution challenges, Salzer remains optimistic about the long-term potential of the sector. The Company continues to engage closely with AMISPs and remains committed to scaling its smart metering operations, with the goal of becoming a long-term, reliable partner in India's digital energy transformation.

6. STRATEGIC GROWTH DRIVERS FOR A FUTURE-READY SALZER

Salzer's strategy for future growth is firmly anchored in innovation, diversification, and global expansion. The Company remains committed to developing technology-led solutions that address evolving customer needs and emerging industry trends.

Product Innovation is central to Salzer's vision. The Company continues to explore and introduce advanced technology products across all business verticals, ensuring a robust pipeline of three to five new product launches annually.

Diversification remains a key focus, particularly in high-margin segments such as wires and cables. By continuously broadening its product portfolio, Salzer aims to enhance profitability and market relevance.

Geographical Expansion is actively pursued, with strategic efforts underway to grow presence in emerging markets such as Africa and Australia. This not only drives export growth but also mitigates regional concentration risks.

Salzer is also open to technical alliances with global and domestic partners, aimed at accelerating product development and fostering shared innovation.

In addition, the Company is actively exploring inorganic growth opportunities through strategic acquisitions that complement its core business and add long-term value.

These integrated initiatives will collectively drive sustained growth, profitability, and leadership in the years ahead.

7. DIVIDEND

At the meeting held on May 24, 2025, the Board of Directors considered and recommended a final dividend of 25% (Rs.2.50 per equity share of face value Rs.10 each) for the financial year ended March 31, 2025. The total outflow on account of this proposed dividend amounts to Rs.4.42 crores.

The dividend, once approved by the shareholders at the ensuing Annual General Meeting, will be paid to all eligible members whose names appear in the Register of Members as on the record date within the statutory time limit

8. CAPITAL STRUCTURE AND OTHER RELATED ISSUES

i) Preferential issue of securities

a. In order to meet the Company's working capital requirements and for general corporate purposes, the Board of Directors, with the prior approval of the shareholders obtained through an Extraordinary General Meeting held on December 07, 2022, allotted 17,00,000 convertible share warrants on December 13, 2022. These warrants were issued at a price of Rs.278.50/- per warrant, aggregating to a total consideration of Rs.47.35 Crore to the Bodies Corporate forming part of the Promoter Group in compliance with the provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2015. Such warrants were convertible into one equity share of face value Rs.10/- within a period of 18 months from the above –said date of allotment.

b. The warrant holders exercised their right of conversion in multiple tranches. As on April 1, 2024, 3,00,000 warrants remained outstanding, which were duly converted into equity shares on May 28, 2024. Consequently, all 17,00,000 warrants have been fully converted into equity shares in accordance with the terms of the issue and applicable SEBI Regulations.

c. Details of utilization of funds in terms of Regulation 32 (7A) of the Listing Obligations and Disclosure Requirements) Regulations

Particulars	₹ In Cr
Funds raised out of the preferential issue of 17,00,000 equity shares at an issue Price of Rs.278.50 per share (A)	47.35
Funds utilization towards working capital requirements and other general corporate purposes (B)	47.35
Balance un-utilized Funds (A-B)	-

d. There has been no deviation or variation in the utilization of proceeds arising from the preferential issue of 17,00,000 share warrants, as approved by the shareholders at the Extraordinary General Meeting held on December 07, 2022. The proceeds have been applied in line with the objects stated in the Explanatory Statement annexed to the Notice of the said EGM dated November 10, 2022.

ii) Increase in the Share Capital

Consequent to the allotment of 3,00,000 equity shares of Rs.10/- each on May 28,2024 upon conversion of warrants, the issued, subscribed and paid up capital of the Company increased from Rs.17,38,27,370/- comprising of 1,73,82,737 equity shares of Rs.10/- each to Rs.17,68,27,370/- comprising of 1,76,82,737 equity shares of Rs.10/- each.

iii) Amendment to the Memorandum and Articles of Association

During the year under review, tha Company has not amended any Provisions in the Memorandum and Articles of Association.

9. CORPORATE GOVERNANCE

Pursuant to the requirements under Schedule V© of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section detailing the Corporate Governance practices followed by the Company forms part of this Annual Report. A certificate from the Company's Statutory Auditors confirming compliance with the conditions of Corporate Governance, as prescribed under the said Regulations, is also annexed to this Report and marked as Annexure – 1.

10. RESERVES

The Company had not transferred any amount from the profits for the financial year 2024–25 to the General Reserve. The entire retained earnings have been carried forward and remain available for future business requirements.

11. LIQUIDITY

The Company has adequate cash and cash equivalents in its Books as at March 31, 2025 to effectively take care of all current liabilities.

12. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year, the nature of the business of the

Company - Manufacturing of Electrical Installation Products- has not changed.

13. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company to which financial statements relate and the date of this report.

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

During the year under review and up to the date of this Report, no significant orders have been passed by any Court in India, Tribunal, or Regulatory Authority which would impact the Company's going concern status or have a material bearing on its future operations.

15. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The Company has established effective and progressive internal financial control systems to ensure operational stability, accurate financial reporting, and compliance with applicable laws. These controls are regularly reviewed, formalized into work policies, and enhanced through continuous automation efforts to improve system efficiency and reliability.

Recognizing the dynamic business environment, the Company proactively identifies financial reporting risks related to major line items and establishes controls to mitigate such risks. These controls are reviewed periodically in response to changes in operations, IT infrastructure, and regulatory updates. The Corporate Accounts function is actively involved in designing and validating key process changes, including those affecting IT systems related to financial reporting.

The internal check mechanism includes routine physical verification of inventories, fixed assets, and cash on hand. No material discrepancies were observed during the year under review. Judgements and estimates used in financial statements are made using sound policies and, where appropriate, validated by external agencies. These are subject to review and approval by the Audit Committee.

The Company also maintains a robust internal audit system monitored by both Internal and External Auditors. Additionally, a Code of Conduct and a Whistle Blower Policy are in place to promote transparency and accountability across all levels of the organization.

16. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

As at March 31, 2025, your Company has following subsidiary Companies

a) Kaycee Industries Limited,

b) Salzer Kostad EV Charges Private Limited;

c) Salzer EV Infra Private Limited - Wholly Owned Subsidiary

d) Salzer Emarch Electromobility Private Limited (Step down subsidiary of Salzer EV Infra Private Limited) and

e) Salzer Electronics Arabia Limited- Wholly Owned Overseas Subsidiary

Performance Analysis of Subsidiary and Associate Entities

A) Kaycee Industries Limited

i. Kaycee Industries Limited, a subsidiary of the Company, reported a steady financial performance for the financial year ended March 31, 2025. The Company recorded revenue of Rs.53.20 crore in FY25, reflecting a 9% growth over Rs.48.81 crore reported in the previous year. Operating Profit stood at Rs.8.64 crore, a significant increase of 27% compared to Rs.6.78 crore in FY24. Net Profit (PAT) also registered a robust growth of 31%, rising to Rs.5.88 crore from Rs. 4.49 crore in the previous year.

ii. Improved operational efficiency and cost management contributed to the enhanced profitability. The Operating Profit Margin improved to 16% in FY25 from 14% in FY24, while PAT Margin increased to 11% from 9% during the same period. The results underscore the subsidiary's continued focus on strengthening its core business, driving margin expansion, and maintaining consistent value creation within the group.

Iii. Kaycee delivered consistent growth over the past five years, with sales posting a 5-year Compounded Annual Growth Rate (CAGR) of 18% and Profit after Tax growing at 33% CAGR. Net worth doubled to Rs. 29.03 crore in the last five years, reflecting strong focus on efficiency, profitability, and long-term value creations.

iv. Kaycee acquired a 27% stake in October 2024 in Ultra-Fast Charges Private Limited, a Hyderabad-based start-up engaged in developing and manufacturing DC charging stations for electric cars. This transaction marks Kaycee's foray into the EV space.

v. During the year, Kaycee carried out a stock split, converting one equity share of Rs.100 each into 10 equity shares of Rs.10 each. Besides, Kaycee issued bonus shares in the ratio of 1:4, i.e., for every one equity share of Rs.10, four bonus equity shares of Rs.10 were allotted. Following the stock split and bonus issue, each original Rs.100 share effectively became 50 equity shares of Rs.10—representing a phenomenal reward in Kaycee's history for its shareholders.

B) Salzer Kostad EV Charges Private Limited –Subsidiary Company

i. Salzer Kostad EV Chargers Private Limited was incorporated with the primary objective of establishing fast charging stations for electric vehicles, in collaboration with Kostad, an Austrian technology partner. However, the venture was subsequently assessed to be operationally unviable and failed to generate any economic value.

ii. Accordingly, the Board of Directors, at their meeting held on May 24, 2025, approved the write-off of the entire equity investment of Rs.83 lakhs, representing a 67% shareholding in the said subsidiary. The investment has been fully impaired during the financial year 2024–25, in accordance with the requirements of Indian Accounting Standard (Ind AS) 36 – Impairment of Assets.

iii. This decision reflects the Company's prudent approach to financial reporting and commitment to transparency in recognising business risks and unrealized assets.

C) Salzer EV Infra Private Limited (Wholly owned subsidiary)

i. Salzer EV Infra Private Limited, a wholly owned subsidiary of the Company, has been established as an investment vehicle to channel strategic investments into companies engaged in the electric vehicle (EV) sector and energy-related ventures. The Company made investments through Salzer EV Infra in Salzer EMarch Electromobility Private Limited, a company engaged in the manufacture of electric conversion kits for auto-rickshaws, cars, and buses, as well as the development of novel electric-powered utility vehicles.

ii. Furthermore, Salzer EV Infra will also serve as the investment conduit for the Company's proposed equity participation in a Special Purpose Vehicle (SPV), as detailed under Serial No. 5.a of this Report.

D) Salzer EMarch Electromobility Pvt. Ltd (Step down subsidiary)

i. The Company, through its wholly owned subsidiary Salzer EV Infra Private Limited, had formed a joint venture entity, Salzer EMarch Electromobility Private Limited, in association with EMarch LLP, with the objective of developing and manufacturing electric vehicle conversion kits for auto-rickshaws. However, the proposed project was subsequently evaluated and found to be operationally unsustainable, with no economic returns realised from the investment. Accordingly, the Board of Directors, at their meeting held on May 24, 2025, approved the write-off of the entire investment of Rs.34.75 lakhs, representing a 98.50% equity holding in the step-down subsidiary, Salzer EMarch Electromobility Private Limited.

ii. The said investment has been fully impaired in the financial year 2024–25, in accordance with the principles of Indian Accounting Standard (Ind AS) 36 – Impairment of Assets, and has been appropriately accounted for in the consolidated financial statements of the Company .

E) Salzer Electronics Arabia Limited (Wholly Owned Overseas Subsidiary)

Salzer Electronics Arabia Limited was incorporated in September 2024 to establish a manufacturing facility in Saudi Arabia, aiming to serve customers and expand operations across GCC countries. Preliminary groundwork for setting up the facility is underway, marking a strategic step toward strengthening Salzer's international footprint in the Middle East region.

17. DEPOSITS

During the Financial year under review, the Company has not accepted any deposits within the meaning of Section 73 of the Companies Act 2013 read with Companies (Acceptance of Deposits) Rules, 2014. As such there was no deposit outstanding as at March 31, 2025.

18. STATUTORY AUDITORS

The Shareholders, at the 39th Annual General Meeting held on September 14, 2024, approved the appointment of M/s. Swamy & Ravi, Chartered Accountants (Firm Registration No. 004317S), Coimbatore, as the Statutory Auditors of the Company for a term of five consecutive years, commencing from the conclusion of the 39th Annual General Meeting until the conclusion of the 44th Annual General Meeting, covering the financial year 2028–29.

M/s. Swamy & Ravi., Chartered Accountants have furnished a certificate to the Board confirming that they are not disqualified from continuing as Auditors of the Company.

19. INVESTMENTS MADE BY THE COMPANY

The Company has established adequate systems to periodically review the fair value of its investments and assess any material impact resulting from fluctuations in their valuation. These assessments are carried out in accordance with the applicable accounting standards and are appropriately reflected in the financial statements.

During the reporting period, based on such evaluations, certain investments were identified where the economic value had diminished entirely. As a result, these investments were fully written off in the books of accounts in compliance with the principles of fair value measurement and impairment under applicable Indian Accounting Standards.

Further details relating to these write-offs are provided under Serial No. 16(b) and 16(d) of this Report.

20. AUDITORS' REPORT

The Independent Audit Report along with the Annexure as prescribed under Companies (Auditors' Report) Order 2020 as issued by the Auditors' are appended to this Annual Report. The Auditors have not made any qualification / adverse remarks.

21. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE COMPANIES ACT 2013

There were no instances of fraud reported by the Auditors to the Central Government or to the Audit Committee of the Company as indicated under the provisions of Section 143 (12) of the Companies Act, 2013.

22. MAINTENANCE OF COST RECORDS UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 148 (1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the Company was required to maintain cost records. Accordingly, the Company has duly made and maintained the Cost Records as mandated by the Central Government.

23. EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form No. MGT – 7 forms part of the Board's report given in the company's website www.salzergroup.net in compliance with Rule 12(1) of the Companies (Management and Administration) Rules, 2014.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo given as Annexure- 2 herewith separately.

25. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a CSR Committee of the Board of Directors and has adopted a CSR Policy. The same is posted in the Company's website www.salzergroup.net A report in the prescribed format detailing the CSR expenditure for the year 2024-25 is attached herewith as Annexure-3 and forms a part of this report

26. DIRECTORS:

A. Changes in Directors and Key Managerial Personnel

i. During the Year, Mr. Sunder Rajan Raman was appointed as Independent Director effective May 28, 2024. The Board is of the opinion that the integrity, expertise and experience (including the proficiency) of Mr. Sunder Rajan Raman are satisfactory.

ii. During the year, the following Independent Directors retired from the Board effective August 08, 2024, upon completion of their two consecutive terms of five years each, in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

   a) Mr. N. Rangachary

   b) Mr. V. Sankaran

   c) Mr. P. K. Shah

   d) Mr. N. Jayabal and

   e) Mr. Nirmal Kumar Chandria

iii. Mr. P. Ramachandran, Whole-Time Director, and Mrs. Thilagam Rajeshkumar, Non-Executive Non-Independent Director, resigned from the Board effective August 08, 2024, due to their personal reason,

iv. Mr. N. Rangachary and Mr. N. Sankaran were appointed as Non-Executive Non-Independent Directors of the Company effective August 09, 2024 and Mr. N. Rangachary has been designated as the Chairman of the Company

V. Following the aforesaid changes, the Board of Directors comprises eight members, consisting of two Executive Directors, three Independent Directors, and three Non-Executive, Non-Independent Directors. The composition of the Board is in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Retirement by Rotations

Mr. D.Rajeshkumar and Mr. D.Vishnu Rangaswamy who are the retiring Directors in the ensuing 40th Annual General Meeting, offer themselves to get re-appointed in pursuance of Section 152 of the Companies Act 2013 read with Article 178 of the Articles of Association of the Company.

C. Declaration by the Independent Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015. The Board has optimum composition of the Independent and Non Independent Directors.

D. Formal Annual Evaluation

SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015, mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of directors on various parameters such as: -

- Board dynamics and relationships
- Information flows
- Decision-making.
- Relationship with stakeholders
- Company performance and strategy
- Tracking Board and committees' effectiveness

E. Peer evaluation

The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process has been explained in the corporate governance report.

F. Committees of the Board.

Currently, the Board has five committees: the Audit Committee, the Nomination and Remuneration Committee, the Corporate Social Responsibility Committee, Stakeholders Relationship Committee, and the Risk Management Committee. A detailed note on the composition of the Board and its committees is provided in the corporate governance report section of this Annual Report.

27. LISTING REGULATIONS

Your Company has duly complied with various Regulations as prescribed under SEBI (Listing Obligations and Disclosure) Regulations, 2015.

28. MEETINGS

The details in respect of the Meeting of the Board of Directors, Audit Committee and all other sub Committee are given in the Corporate Governance Report.

29. WHISTLE BLOWING POLICY MECHANISM

The Company has in place a robust Whistle Blower Policy, which provides a structured mechanism for Directors and Employees to report genuine concerns regarding unethical behaviour, actual or suspected fraud, or violation of the Company's Code of Conduct and Ethics Policy.

This mechanism:

- Allows Directors and Employees to access the Audit Committee, in good faith, to report any unethical, improper, or wrongful conduct observed within the organization.
- Prohibits managerial personnel from taking any adverse personal action against employees who report concerns.
- Provides necessary safeguards to protect whistle-blowers from reprisals, victimization, or unfair treatment.

The policy is applicable to all Directors and employees of the Company and reinforces the Company's commitment to transparency, integrity, and accountability.

To report any such concerns or incidents, employees and directors may directly contact or write to the Chairman of the Audit Committee at the designated email address or correspondence address provided by the Company.

Office of the Audit Committee (Compliance Officer)
E-Mail : murugesan@salzergroup.com
Contact No. 0422 4233614

Office of the Managing Director
E-Mail : rd@salzergroup.com
Contact No. 0422-4233612

Office of Joint Managing Director and Chief Financial Officer
E-Mail : rajesh@salzergroup.com
Contact No. 0422-4233610

During the year under review, no complaint was received by the above officers under whistle blowing policy mechanism with respect to the performance of the company and other related matters.

30. PREVENTION OF SEXUAL HARASSMENT AT THE WORK PLACE

The Company has constituted an Internal Committee (IC) at all its units in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Committee is responsible for addressing and resolving complaints related to sexual harassment reported by women employees.

This policy applies to all categories of employees, including permanent, contractual, temporary, and trainees, ensuring a safe and respectful work environment for all.

During the year under review, no complaints were received by the Internal Committee.

The Company remains committed to upholding the dignity of every individual and maintaining a workplace free from discrimination and harassment.

31. NOMINATION AND REMUNERATION COMMITTEE

The purpose of the committee is to screen and to review individuals qualified to serve as executive directors, non-executive directors and independent directors, consistent with policies approved by the Board, and to recomend, for approval by the Board, nominees for election at the AGM.

The committee also makes recommendations to the Board on candidates for

(i) nomination for election or re-election by the shareholders and

(ii) any Board vacancies that are to be filled.

It also reviews and discusses all matters pertaining to candidates and evaluates the candidates. The nomination and remuneration committee coordinates and oversees the annual self-evaluation of the Board and of individual directors.

The nomination and remuneration committee's charter and policy are available on our website.

32. POLICY ON THE DIRECTORS APPOINTMENT AND REMUNERATION

As of March 31, 2025, the Board of Directors of the Company comprises eight members, including two Executive Directors, three Non-Executive, Non-Independent Directors, and three Independent Directors, one of whom is a Woman Independent Director.

The composition of the Board is in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and reflects a balanced blend of executive and non-executive leadership.

The Company follows its Nomination and Remuneration Policy, formulated in accordance with Section 178(3) of the Companies Act, 2013, which outlines the criteria for appointment, qualifications, and remuneration of Directors and Key Managerial Personnel. The policy is available on the Company's website for reference by stakeholders.

We affirm that the remuneration paid to the Directors during the year is in accordance with the terms and conditions laid out in the said policy.

33. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review,

- The Company has not granted/taken loans, unsecured, from or to Companies, firms or other parties, listed in the Register maintained under section 189 of the Companies Act, 2013 ('the Act').
- The investments in other bodies corporate are well within the limit as prescribed under Section 186 of the Companies 2013.

34. RELATED PARTY TRANSACTIONS

All the transactions of the Company with related parties are at arms' length and have taken place in the ordinary course of business. None of the transactions with related parties is a material transaction. Since there are no transactions that are not in arms' length and material in nature, disclosure under AOC 2 does not arise. The Board approved Related Party Transaction Policy is available at the Company's website www.salzergroup.net

35. INSIDER TRADING

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has adopted a comprehensive Code of Conduct to Regulate, Monitor and Report Trading by Insiders. This Code is strictly adhered to by all Designated Persons (DPs) while dealing in the Company's securities beyond the defined threshold limits.

The Company also maintains a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), ensuring transparent and timely disclosure.

A structured system is in place for tracking trading activities of DPs and their immediate relatives. The trading window remains closed from the end of each financial quarter until 48 hours after the public disclosure of financial results or other UPSI. DPs are regularly advised not to trade during this period. Additionally, the trading window is closed in connection with Board meetings considering UPSI, and demat accounts of relevant DPs are frozen in line with SEBI circulars.

Further, a Structured Digital Database (SDD) has been installed for effective implementation of the practices.

36. MANAGERIAL REMUNERATION

The Company has employed individuals whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Details pursuant to section 197(12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 form part of this Report and are annexed herewith as Annexure - 4.

37. SECRETARIAL AUDIT REPORT

In accordance with Section 204 of the Companies Act, 2013, the Board of Directors, at their meeting held on May 28, 2024, appointed Mr. G. Vasudevan, B.Com, LLB, FCS, of M/s. G V Associates, Company Secretaries (Certificate of Practice No. 6522), as the Secretarial Auditor to carry out the audit of secretarial records for the financial year 2024–25, pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and

Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit Report for the financial year ended March 31, 2025, is provided in Annexure - 5 to this report.

The report confirms the Company's compliance with the applicable provisions of the Act, Rules, Regulations, Guidelines, and Standards, with the exception of an observation noting two instances of delayed disclosures made to the Stock Exchange

1. The due date for submission of the certificate under Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended 31.03.2024 was 30.04.2024. However, the Company submitted the said certificate to Bombay Stock Exchange on 25.07.2024, resulting in a delay of 2 months and 25 days &

2. The due date for submission of the certificate under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 for the financial year ended 31.03.2024 was 30.05.2024. However, the listed entity submitted the certificate in PDF format to Bombay Stock Exchange on 14.06.2024, resulting in a delay of 14 days. The Company has provided an appropriate explanation to the Bombay Stock Exchange for the delay and has paid a fine of ₹ 35,400/- as levied by the Bombay Stock Exchange

The Board Comments: The aforesaid delays were caused by intermittent technical glitches during the filing process of relevant disclosures. The Management has been advised to exercise more diligence in future for timely filing and better compliance."

38. COMPLIANCE ON SECRETARIAL STANDARDS

The Company complies with all applicable mandatory secretarial standards issued by the Institute of Company Secretaries of India.

39. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the applicable provisions of the Companies Act, 2013, and the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all unpaid or unclaimed dividends must be transferred by the Company to the Investor Education and Protection Fund (IEPF), established by the Government of India, after a period of seven years from the due date of transfer.

Additionally, as per the IEPF Rules, shares on which dividend has not been paid or claimed for seven consecutive years or more are also required to be transferred to the demat account of the IEPF Authority.

During the year, the Company transferred unclaimed and unpaid dividends amounting to Rs. 4,49,883/-. Further, 9232 shares, corresponding to such unclaimed dividends for seven consecutive years, were also transferred as mandated under the IEPF Rules. Detailed information is available on our website: www.salzergroup.net.

40. RISK MANAGEMENT POLICY

Risk management entails the identification and mitigation of potential threats that may significantly disrupt or adversely affect the organization. This process generally involves analyzing the company's operations, recognizing potential risks, evaluating their likelihood, and implementing appropriate strategies to minimize those deemed most probable.

To address such risks that may arise during the course of business, the Board of Directors has constituted a Risk Management Committee. The primary purpose of this committee is to identify threats that may impede the company's growth and to formulate strategic plans to manage and mitigate such risks effectively.

Accordingly, the operational management conducts regular assessments of the company's risk profile, focusing on risks that could impact business performance. These reviews are carried out in alignment with the organization's Risk Management Policy and in compliance with relevant regulatory guidelines.

41. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis is set out in this Annual Report as Annexure- 6.

42. COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Directors, on the recommendation of the Audit Committee and subject to the approval of the Members, have appointed CMA Mr.A.R.Ramasubramania Raja, Practicing Cost and Management Accountant, as the Cost Auditor of the Company for the Financial Year 2024-25 to conduct the audit on the Maintenance of Cost Records of the Company and submit the report to the Central Government with the due approval of the Board of Directors within the stipulated time.

43. POLICIES OF THE COMPANY

The Company is committed to good corporate governance and has consistently maintained its organizational culture as a remarkable confluence of high standards of professionalism and building shareholder equity with principles of fairness, integrity and ethics.

The Board of Directors of the Company have from time to time framed and approved various Policies as required by the Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations. These Policies and Codes are reviewed by the Board and are updated, if required.

Some of the key policies adopted by the Company are as follows:

a) Policy on Materiality of Related Party Transactions

b) Corporate Social Responsibility Policy

c) Insider Trading Policy

d) Nomination and Remuneration Policy

e) Policy on Related Party Transactions

f) Risk Management Policy

g) Policy on prevention of sexual harassment at workplace

h) Whistle Blower Policy

I) Policy on payment of remuneration to Non-Executive Directors

j) Policy on Familiarization Program for the Non-Executive Directors

k) Policy on Determination of materiality of events/ information

l) Policy for Preservation of Records

m) Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

n) Policy on Subsidiary & Material Subsidiary Company

44. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, your Directors hereby confirm that:

- In the preparation of the annual financial statements for the year ended March 31, 2025, the applicable accounting standards have been followed, along with proper explanations for any material departures, if any;
- Appropriate accounting policies have been consistently applied, and reasonable and prudent judgments and estimates have been made, so as to present a true and fair view of the state of affairs of the Company as on March 31, 2025, and of the profit and loss for the financial year ended on that date;
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in compliance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The annual financial statements have been prepared on a going concern basis;
- The Company has laid down adequate internal financial controls, and such controls were operating effectively throughout the year;
- Proper systems have been put in place to ensure compliance with all applicable laws, and these systems are adequate and functioning effectively.

45. CREDIT RATINGS

During the year under review, the credit ratings have reaffirmed as 'CRISIL A/Stable' for long term borrowing and 'CRISIL A1' for short term borrowings.

46. INDUSTRIAL RELATIONS

During the year under review, industrial relations at all the Company's units have continued to remain cordial and peaceful.

47. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

Not Applicable

48. 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

Not Applicable

49. CAUTIONARY STATEMENT

Statements in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

50. ACKNOWLEDGEMENTS

We sincerely thank our shareholders, government agencies, bankers, customers, suppliers, and all stakeholders for their steadfast support. We also recognize and appreciate the dedication of our employees at every level.

For and on behalf of the Board

N RANGACHARY
CHAIRMAN
DIN : 00054437

Place : Coimbatore
Date : May 24, 2025

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ANNEXURE-1

CORPORATE GOVERNANCE REPORT

In compliance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. CORPORATE GOVERNANCE: A PILLAR OF SUSTAINABLE SUCCESS

At Salzer, corporate governance is not merely a statutory requirement-it is a core tenet that guides our strategic direction, operational conduct, and stakeholder engagement. We view governance as a catalyst that aligns our long-term vision with day-to-day decision-making, fostering a culture of integrity, transparency, and accountability across the organization.

Our governance framework ensures that the Board and Management operate in unison, with shared objectives and clearly defined roles. This alignment enables Salzer to navigate challenges with agility and capitalize on growth opportunities with confidence. It also ensures that the organization remains steadfastly focused on delivering value to all stakeholders—shareholders, employees, customers, suppliers, regulators, and the community at large.

A robust risk management structure underpins our governance practices. Through proactive identification and mitigation of risks, we safeguard our business continuity and uphold stakeholder confidence. Ethical conduct, compliance with applicable laws and regulations, and transparent disclosures remain the cornerstones of our corporate behaviour.

Salzer's Board, composed of a diverse and experienced mix of professionals, plays a key governance role. Their collective insights and independent judgment contribute significantly to high-quality decision-making, strategic clarity, and sustained operational excellence.

We believe that trust is the foundation of enduring relationships. Through regular, open, and meaningful communication, we keep our stakeholders informed and engaged, reinforcing their trust in Salzer's governance and leadership.

Salzer's adherence to sound corporate governance has also enhanced our market reputation, strengthened investor confidence, and contributed to the Company's long-term financial health and strategic resilience.

In nutshell Corporate governance at Salzer goes beyond compliance. It is a strategic enabler-ensuring ethical conduct, risk resilience, stakeholder trust, and sustainable performance. As we continue to grow and evolve in a complex business environment, our unwavering commitment to strong governance will remain integral to achieving our corporate vision and delivering lasting value.

2. BOARD OF DIRECTORS

a. Role of Board of Directors

The Board's primary role is that of trusteeship, with a focus on safeguarding and enhancing shareholder value. In discharging its fiduciary responsibilities, the Board ensures that the Company's objectives are clearly defined and aligned with long-term value creation and sustainable growth.

In fulfilling this role, the Board is responsible for:

- Providing strategic direction to ensure the Company is managed efficiently, responsibly, and in line with the expectations of all stakeholders, including society at large.
- Monitoring the effectiveness of governance practices and initiating improvements where necessary.
- Providing strategic direction and ensuring that management's actions are aligned with the Company's vision and objectives.
- Exercising independent judgment in overseeing the Company's affairs and
- Reviewing and guiding corporate strategy, major plans of action, business plans, risk management policies, and annual budgets.

b. Composition

The composition of the Board is in strict compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board is structured to ensure a balanced representation, comprising an appropriate mix of Executive and Non-Executive Directors, as well as a combination of Independent and Non-Independent Directors. This composition facilitates objective decision-making and promotes effective governance.

As on March 31, 2025, the Board of Directors comprises eight members, including one Managing Director, one Executive Director, three Non-Executive Non-Independent Directors, and three Non-Executive Independent Directors.

The composition of the Board also complies with the requirement of having an Woman Director (Independent), in accordance with applicable regulatory provisions.

ANNEXURE-1 (Contd.)

The details of the attendance of each Director at Board Meetings, last Annual General Meeting ("AGM") and their Directorship in other Indian Companies and membership in the Committees thereof, details of Listed Company(ies) in which the Director holds Directorship, are as under

S. No.	Name and DIN of the Director	Category of Directorship At Salzer Electronics	Attendance Particulars		Directorship in other Indian Companies (Public + Private + Section 8)	Membership in Committees as of 31.03.2025		Names of other Listed Companies in which Directors hold Directorship	Designation in such other Listed Companies
			Board meeting	Agm		Chairperson	Member		
1.	N.Rangachary (DIN: 00054437)	Non-Executive Independent Director and Chairman	5	Yes	4	2	2	Kaycee Industries Limited	Independent Director
2.	R.Doraiswamy (DIN: 00003131)	Managing Director	5	Yes	8	-	-	Kaycee Industries Limited	Promoter & Non Executive and Non Independent Director
3.	D.Rajeshkumar (DIN: 00003126)	Joint Managing Director & Chief Financial Officer	5	Yes	13	-	3	Kaycee Industries Limited	Promoter & Non Executive and Non Independent Director
4.	V. Sankaran (DIN: 00003141)	Non-Executive Independent Director	5	Yes	1	-	-	-	-
5.	D.Vishnu Rangaswamy (DIN: 00793090)	Non-Executive Independent Director	1	No	5	-	-	-	-
6.	Priya Bansali (DIN: 00008146)	Non-Executive Independent Director	5	Yes	5	1	5	Kaycee Industries Limited, Sakthi Sugars Limited, Sakthi Finance Limited, Bannari Amman Spinning Mills Ltd	Independent Director
7.	Sharat Chandra Bhargava (DIN: 00008146)	Non-Executive Independent Director	5	Yes	-	-	-	-	-
8.	Sundar Rajan Raman (DIN: 02511138)	Non-Executive Independent Director	5	Yes	1	1	1	Aditya Birla Sun Life AMC Limited	Independent Director
9.	Dr.(Mrs.) Rajesh kumar Thilagam (DIN: 00006783)	Non-Executive Woman Director	1	-	7	-	-	-	-
10.	P. Ramachandran (DIN: 00955580)	Whole-time Director	2	-	2	-	-		-
11.	N.Jayabal (DIN: 00003111)	Non-Executive Independent Director	2	-	2	-	-	-	-
12.	Nirmal Kumar K Chandria (DIN: 00003134)	Non-Executive Independent Director	2	-	7	-	-	-	-
13.	P.K.Shah (DIN: 00003106)	Non-Executive Independent Director	1	-	-	-	-	-	-

- *The Director listed under Serial No. 1 retired from the position of Independent Director on August 8, 2024, and was appointed as a Non-Executive Non-Independent Director with effect from August 9, 2024. He has been designated as the Chairman of the Company.*
- *The Director listed under Serial No. 4 retired from the position of Independent Director on August 8, 2024, and was appointed as a Non-Executive Non-Independent Director with effect from August 9, 2024.*
- *The Director listed under Serial No. 8 was appointed as an Independent Director effective May 28,2024*
- *The Directors listed under Serial No. 9 & 10 resigned from the Board effective August 08,2024*
- *The Directors listed under Serial No. 11 to 13 retired from the position of Independent Director on August 8, 2024*
- *Membership in Committees as on March 31, 2025 are only disclosed for Audit / Stakeholder relationship Committees*

ANNEXURE-1 (Contd.)

c) **MEETING OF THE BOARD OF DIRECTOR**

During the year under report, Five Board meetings were held on May 28,2024, August 06,2024, November 11, 2024, February 11, 2025 & March 25, 2025.

d) **Inter-se relationships between Directors of the Company**

Sl. No.	Name	Position	Inter-se relationships
1	Mr. R. Doraiswmay	Managing Director	Father of Mr.D.Rajeshkumar, Joint Managing Director and CFO and Mr.Vishnu Rangaswamy and father-in-law of Dr.(Mrs.) Rajeshkumar Thilagam, Director
2	Mr. D. Rajeshkumar	Joint Managing Director & Chief Financial Officer	Son of Mr.R.Doraiswamy, Managing Director, Spouse of Dr.(Mrs.) Rajeshkumar Thilagam, Director and brother of Mr.Vishnu Rangaswamy, Director
3	Mr. Vishnu Rangaswamy	Director	Son of Mr.R.Doraiswamy, Managing Director, and brother of Mr.D.Rajeshkumar, Joint Managing Director & Chief Financial Officer

e) **Number of shares and convertible instruments held by Non- Executive Directors**

Sl. No.	Name of the Director	Number of equity shares held as on 31.03.2025	Holding %
1	Mr. N.Rangachary	-	-
2	Mr. V.Sankaran	-	-
3	Mr. D.Vishnu Rangaswamy	8097040	4.58 %
4	Mrs. Priya Bansali	-	-
5	Mr. Sharat Chandra Bhargava	-	-
6	Mr. Sundaraj Raman	-	-

Note: The Company has not issued any convertible instruments. to any Non -Executive Directors

f. **Familiarization Programme for Directors**

At the time of appointment, every Director is issued a formal letter of appointment, outlining, inter alia, the role, functions, duties, and responsibilities expected from them as a member of the Board. The Director is also briefed in detail on the compliance requirements under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable statutes. An affirmation acknowledging the understanding of these responsibilities is obtained.

Further, the Chairman and Managing Director hold a one-on-one interaction with the newly appointed Director to familiarize them with the Company's operations, key functions, organizational structure, and strategic priorities.

The Company has a structured policy for familiarizing Directors with its business operations, strategic initiatives, governance practices, and management policies. This policy aims to ensure value creation for all stakeholders and to reinforce the Company's commitment to sound corporate governance. The policy is available on the Company's website at: www.salzergroup.net.

As part of ongoing familiarization, Directors are regularly updated at quarterly Board meetings on the performance of the Company, systems and standards being adopted, and internal control measures. Directors also periodically visit various manufacturing and operational units to gain in-depth, first-hand insights into operational practices and process standards.

In addition, functional heads make presentations to the Board at regular intervals to keep the Directors informed of key developments, functional updates, strategic initiatives, and risk management processes.

g. **Key Board qualifications, expertise, and attributes:**

The Board of Directors comprises qualified and experienced professionals who bring with them a diverse range of skills, competencies, and expertise. This collective capability enables the Board to provide effective oversight and actively support the Management in strategic decision-making and governance.

In alignment with the requirements of the Company's business operations and long-term objectives, the Board has identified a set of core skills, expertise, and competencies necessary for effective governance. The following table outlines the key areas of expertise identified by the Board and indicates the skills currently represented within the Board:

ANNEXURE-1 (Contd.)

SKILL	DESCRIPTION
Leadership	Proven leadership and directorship experience enabling effective participation in or stewardship of key initiatives undertaken by the Company. Demonstrated ability to envision long-term goals, nurture talent, engage in strategic planning, and champion transformative changes to support sustainable growth.
Board Service, Legal and Governance	Extensive experience in managing Board processes and corporate governance, contributing to a deeper understanding of governance frameworks and ensuring the protection of stakeholders' interests. Proficient in interpreting and applying laws and regulations relevant to the Company, thereby strengthening compliance and enhancing overall governance standards.
Business Strategy	Experienced in formulating and executing business strategies aimed at identifying opportunities for acquisitions, divestitures, and strategic alliances to strengthen the Company's portfolio and capabilities. Skilled in evaluating project viability in alignment with strategic objectives and contributing to the Company's growth through both organic and inorganic means.
Technology & Innovation	Ability to formulate long-term technology strategies that support and sustain business growth by anticipating emerging trends and evolving business models in an innovative manner. Experienced in evaluating technological advancements, understanding their purpose, and assessing their relevance and applicability to the Company's operations and strategic direction.
Financial	Practical knowledge and hands-on experience in finance, accounting, financial reporting, and internal financial controls. Demonstrates strong capability in assessing the financial implications of strategic decisions and ensuring the Company's growth is both profitable and sustainable.
Sales and Marketing	Proven experience in leading and driving sales and marketing functions, contributing to effective market positioning, revenue growth, and enhanced brand recognition. Skilled in formulating strategies that strengthen the Company's market presence and elevate its reputation among stakeholders.
Human Resources	Experienced in people management with expertise in talent development, conflict resolution, interpersonal relationship building, and effective liaison with internal and external stakeholders. Contributes to creating a positive organizational culture and aligning human capital strategies with business objectives.

In the table below, the specific areas of focus or expertise of individual Board Members have been highlighted. However, the absence of a mark against a director's name may not mean that the Director does not possess the said qualification or skill.

Board Qualifications - Area of Expertise

S. No.	Leadership	Board Service, Legal and Governance	Business Strategy	Technology & Innovation	Financial	Sales and Marketing	Human Resources
1	Mr. N.Rangachary	Yes	Yes	Yes	Yes	No	Yes
2	Mr. R. Doraiswmay	Yes	Yes	Yes	Yes	Yes	Yes
3	Mr. D. Rajeshkumar	Yes	Yes	Yes	Yes	Yes	Yes
4	Mr. V. Sankaran	Yes	Yes	Yes	Yes	No	Yes
5	Mr. Vishnu Rangaswamy	Yes	Yes	Yes	Yes	Yes	Yes
6	Mrs. Priya Bansali	Yes	Yes	Yes	Yes	No	Yes
7	Mr. Sharat Chandra Bhargava	Yes	Yes	Yes	Yes	Yes	No
8	Mr. Sundara Raj Raman	Yes	Yes	Yes	Yes	Yes	Yes

h. Declaration and Compliance by Independent Directors

Based on declarations received from the Independent Directors, the Board of Directors are of the opinion that the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 and are independent of the management.

ANNEXURE-1 (Contd.)

As per the requirements of the Companies Act, 2013, all the Independent Directors of the Company have registered themselves in the Independent Directors Data Bank and are exempted from undertaking online self-assessment test.

i. During the year under review, none of the Independent Directors have resigned before the expiry of the tenure.

COMMITTEES OF DIRECTORS:

The Board has constituted the following mandatory Committees in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Risk Management Committee
- Corporate Social Responsibility (CSR) Committee

The terms of reference of these Committees are defined by the Board and are periodically reviewed to ensure their continued relevance and effectiveness. Meetings of each Committee are convened by the respective Chairperson, and the minutes of these meetings are placed before the Board for review and noting.

3. AUDIT COMMITTEE:

The Audit Committee has been constituted in accordance with the provisions of Section 177 of the Companies Act, 2013, and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with clearly defined terms of reference.

The Committee's responsibilities include, among other matters, the review and monitoring of:

- Quarterly and annual financial statements
- Annual budgets and financial planning
- Internal control systems and their effectiveness
- Accounting policies and compliance with applicable standards
- Internal audit processes and reports
- Financial reporting and overall administrative practices

The Audit Committee plays a pivotal role in enhancing the Company's financial governance, risk management, and internal control environment. It provides assurance to the Board on the adequacy and effectiveness of internal control systems, compliance with applicable accounting standards, and the accuracy and integrity of financial disclosures. The Committee also ensures strict adherence to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, thereby reinforcing transparency, accountability, and regulatory compliance across the organization.

The Audit Committee met four times on May 28, 2024, August 06, 2024, November 11, 2024 & February 11, 2025 during the year under review.

S. No.	Name of the Member	Position	Date of the meeting and attendance details			
			May 28,2024	Aug 06,2024	Nov 11,2024	Feb 11, 2025
1	Mrs. Priya Bansali	Chairperson (Independent Director)	Yes	Yes	Yes	Yes
2	Mr. Sundara Raj Raman	Member (Independent Director)	NA	Yes	Yes	Yes
3	Mr. N.Rangachary	Member (Non Executive & Independent Director)	Yes	Yes	Yes	Yes
4	Mr. V. Sankaran	Member (Independent Director)	Yes	Yes	NA	NA
5	Mr. N. Jayabal	Member (Independent Director)	Yes	Yes	NA	NA
6	Mr. Nirmal Kumar Chandria	Member (Independent Director)	Yes	Yes	NA	NA

Note :

- *The Member listed under Serial No. 1 is a Chairperson of the Committee effective August 09,2024*
- *The Member listed under Serial No. 2 was inducted into the Committee on May 28, 2024.*
- *The Members listed under Serial Nos. 4 to 6 ceased to serve as Committee Members effective August 08, 2024, following their retirement from the Board as Independent Directors and*
- *The Member listed under Serial No. 4 was a Chairperson of the Committee till August 08, 2024*

Mr. K M Murugesan, Company Secretary acts as the Secretary of the Committee

The Chairperson of the Audit Committee was present during the Annual General Meeting held on September 14, 2024.

The Audit Committee meets once every quarter to effectively discharge its responsibilities. The Chief Financial Officer, Statutory Auditors, Internal Auditor, and the Company Secretary are regularly invited to attend the meetings to provide necessary information and clarifications. Mr. K M Murugesan, Company Secretary, serves as the Secretary to the Committee.

4. NOMINATION AND REMUNERATION COMMITTEE:

In compliance with Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has been constituted to oversee matters related to the composition and effectiveness of the Board and Senior Management.

The key responsibilities of the Committee include:

- Identifying and recommending individuals for appointment as Directors and to Senior Management positions
- Recommending to the Board the appointment and removal of Directors
- Formulating criteria for determining qualifications, positive attributes, and independence of Directors
- Conducting performance evaluation of Directors and the Board as a whole
- Recommending a policy on the remuneration of Directors, Key Managerial Personnel, and Senior Management

The Committee plays a crucial role in ensuring that the Company is led by competent and diverse leadership, aligned with its long-term strategy and governance standards.

The Remuneration Policy and the criteria for making payments to Non-Executive Directors is available on our website: www.salzergroup,net - Investors – Policies Policies - Nomination and Remuneration Policy

The Committee met once during the financial year under review on August 06,2024 The composition of the Nomination and Remuneration Committee and the attendance details of Members is as follows:

S. No.	Name of the Member	Position	Attendance details
			Meeting Aug 06,2024
1	Mr. Sundar Raja Raman	Chairperson (Independent Director)	NA
2	Mr. Sharat Chandra Bhargava	Member (Independent Director)	NA
3	Mr. V. Sankaran	Member (Non Executive & Independent Director)	Yes
4	Mr. N. Jayabal	Member (Independent Director)	Yes
5	Mr. P.K. Shah	Member (Independent Director)	NO

Note :

- *Members listed under Serial Nos. 1 and 2 were inducted as Members of the Committee effective August 06, 2024.*
- *Since the Member listed under Serial No. 3 became a Non-Executive and Non-Independent Director effective August 09, 2024—and as per Regulation 19(2) of SEBI (LODR) Regulations, the NRC must be chaired by an Independent Director—he ceased to be the Chairman of the Committee, and the Member listed under Serial No. 1 assumed the role of Chairman.*
- *Members listed under Serial Nos. 4 and 5 ceased to be Committee Members following their retirement from the Board on August 08, 2024.*

Mr. K M Murugesan, Company Secretary acts as the Secretary of the Committee

a. Board Performance Evaluation

The Securities and Exchange Board of India (SEBI) vide Circular No. SEBI / HO / CFD / CMD / CIR / P / 2017 / 004 dated 5th January 2017 had issued a guidance note on Board Evaluation specifying the criteria for evaluation of performance of (i) Board as a whole (ii) individual Directors (including Independent Directors & Chairperson) and (iii) various Committees of the Board.

Based on the parameters suggested, the Nomination and Remuneration Committee has adopted suitable criteria to evaluate the Independent Directors, Committees of the Board and the Board of Directors as required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Performance Evaluation of the Board, Individual Directors and Committees has been carried out in accordance with the aforesaid circular.

Independent Directors' performance is evaluated based on their qualification, experience, knowledge and competency, ability to fulfill allotted functions / roles, ability to function as a team, pro-activeness, participation and attendance, commitment, contribution, integrity, independence from the Company and the ability to articulate independent views and judgement. Accordingly, performance evaluation of Independent Directors has been conducted and the results have been communicated to the Chairman of the Board.

b. Formulation of policy for selection and Appointment of Directors and their Remuneration.

The Nomination and Remuneration Committee discussed and evolved a policy for selection of appointment of directors and their remuneration. The highlights of this policy are as follows:

c. Criteria for appointment of Whole-time / Executive / Managing Director / Non-Executive Independent Director / KMP and Senior Management Personnel

i) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

ii) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

iii) Appointment of Independent Directors is subject to compliance of provisions of section 149 of the Companies Act, 2013, read with schedule IV and rules there-under.

iv) The Company shall appoint or continue the employment of any person as Whole-time Director as per the relevant provisions of the Companies Act, 2013 read along with the relevant schedule and rules made thereunder.

5. REMUNERATION OF DIRECTORS :

a. Remuneration to Whole-time / Executive / Managing Director

The Whole-time Director shall be eligible for remuneration as may be approved by the Shareholders of the Company on the recommendation of the Committee and the Board of Directors. The break-up of the pay scale, performance bonus by way of commission on net profit being computed as per regulations and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and shall be within the overall remuneration approved by the shareholders and Central Government, wherever required.

b. Minimum Remuneration

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of the Companies Act, 2013 and if it is not able to comply with such provisions, then with the prior approval of the Central Government.

c. Provisions for excess remuneration

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

d. Remuneration to Non-Executive / Independent Director

Sitting Fees - The Non-executive Independent Directors and Non-executive Non Independent Directors of the Company shall be paid sitting fees

ANNEXURE-1 (Contd.)

as per the applicable Regulations. The quantum of sitting fees will be determined as per the recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company. Further the boarding and lodging expenses shall be reimbursed to the Directors for their travelling on company's business.

Stock Options - Pursuant to the provisions of the Act, an Independent Director shall not be entitled to any stock option of the Company.

e. Remuneration to KMP and Senior Management Personnel

The KMP and Senior Management Personnel of the Company shall be paid monthly remuneration as per the Company's HR policies and / or as approved by the Committee/ Board. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be as per the Company's HR policies.

f. Remuneration of Directors for the year ended 31st March 2025 is as follows:

(Amt in Lakhs)

Sl. No.	Name	Salary	Commission	Sitting fee	Total
	Executive Director				
1	Mr. R. Doraiswmay	63.24	47.08	-	**110.31**
2	Mr. D. Rajeshkumar	62.00	47.08	-	**109.08**
3	Mr. P. Ramachandran	7.16	-	-	**7.16**
4	N. Rangachary	-	-	5.93	**5.93**
5	Mr. V. Sankaran	-	-	3.93	**3.93**
6	Mr. D. Vishnu Rangaswamy	-	-	0.80	**0.80**
7	Mrs. Priya Bansali	-		4.75	**4.75**
8	Mr. Sharat Chandra Bhargava	-		2.35	**2.35**
9	Mr. Sundara Raj Raman	-		3.50	**3.50**
10	Dr. (Mrs.) Rajeshkumar Thilagam	-		0.40	**0.40**
11	Mr. N. Jayabal	-		2.23	**2.23**
12	Mr. Nirmal Kumar K Chandria	-		1.60	**1.60**
13	Mr. P.K. Shah	-		0.40	**0.40**
	Total	**132.40**	**94.15**	**25.89**	**252.44**

Note :

- Non-Executive Directors are entitled only to sitting fees.
- The Directors mentioned under Serial Nos. 3 and 10 resigned from the Board effective August 08, 2024.
- The Directors listed under Serial Nos. 4, 5, and 11 to 13 retired from the Board as Independent Directors on August 08, 2024, upon the completion of their respective terms of Office
- The Directors referred to under Serial Nos. 4 and 5 were appointed as Non-Executive, Non-Independent Directors with effect from August 09, 2024.
- The Director indicated under Serial No. 9 was appointed as an Independent Director effective May 28, 2024.

6. STAKEHOLDER (GRIEVANCE) RELATIONSHIP COMMITTEE:

In accordance with Section 178(5) of the Companies Act, 2013, and Regulation 20 along with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Committee has been established to assess the effectiveness of statutory services provided to the Company's Shareholders/Investors. The Committee regularly reviews the quality of services delivered to Shareholders, focusing particularly on the resolution of complaints or grievances. These may include issues such as delays in share transfer/transmission, non-receipt of the Annual Report or declared Dividends, issuance of duplicate share certificates, etc., and on the action taken by the Company in response to such matters.

Mr. K M Murugesan, Company Secretary serves as the Compliance Officer / Secretary of the Committee

During the year under review, zero complaints were received from Shareholders, all of which have been resolved. As a result, there are no unresolved or pending complaints/queries as of March 31, 2025.

The Committee met once during the year under review on January 29, 2025.

The composition of the Stakeholders Relationship Committee and the details of attendance of Members is as follows:

S. No.	Name of the Member	Position	Attendance details
			Meeting Jan 29, 2025
1	Mr. N. Rangachary	Chairman (Non Executive & Independent Director)	Yes
2	Mr. D. Rajeshkumar	Member (Joint Managing Director)	Yes
3	Mrs. Priya Bansali	Member (Independent Director)	Yes
4	Mr. N. Jayabal	Member (Independent Director)	NA
5	Mr. Nirmal Kumar M Chandria	Member (Independent Director)	NA

Note :

- *Individuals listed under Serial Nos. 1 and 3 were inducted as Members of the Committee effective August 06,2024*
- *Members listed under Serial Nos. 4 and 5 ceased to be part of the Committee following their retirement from the Board on August 08, 2024. Consequently, the chairmanship previously held by the Member listed under Serial No. 4 was transferred to the Member listed under Serial No. 1, effective August 08, 2024.*

Mr. K M Murugesan, Company Secretary acts as the Secretary of the Committee

The Chairman of the Stakeholders Relationship Committee was present during the Annual General Meeting held on September 14, 2024

7. RISK MANAGEMENT COMMITTEE:

The Risk Management Committee plays a crucial role in identifying, assessing, and mitigating potential risks that may impact the company's operations, reputation, financial position, and compliance status. In an increasingly complex and dynamic business environment, the Committee ensures that a structured and proactive approach to risk management is embedded in the organizational culture. It assists the Board in formulating and monitoring the risk management framework, aligning it with the company's strategic objectives. The Committee evaluates both internal and external risks—including operational, financial, cyber, and regulatory related exposures—and recommends appropriate mitigation strategies. It also monitors the implementation of risk management practices across functions and ensures timely reporting and escalation of critical risks. Through periodic reviews and oversight, the Committee enhances the company's resilience, facilitates informed decision-making, and contributes to sustainable growth and long-term value creation for stakeholders.

Risk Management Committee and the details of Members is as follows

i. Mr. D Rajesh Kumar – Joint Managing Director (Chairman)

ii. Mr. R Doraiswamy – Managing Director

iii. Mr. N Rangachary, Member (Non- Independent Director)

iv. Mr. V Sankaran- Member, Non-Executive Director

v. Mr. Sharat Chandra Bhargava – Member, Independent Director

vi. Mrs. Priya Bhansali, Member (Independent Director)

vii. Mr. P Siva Kumar , Member (Vice President – Marketing)

viii. Mr. B Mahendran, Member, General Manager (Production)

ix. Mr. M Lakshminarayana – Member, Vice President (Operations)

x. Mr. S Venkatachalam – Member, General Manager (Commercial) and

xi. Mrs. R Menaka – Member, General Manager (Accounts)

ANNEXURE-1 (Contd.)

8. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

The Corporate Social Responsibility (CSR) Committee was constituted in compliance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Committee is entrusted with the responsibility of formulating and recommending the CSR Policy to the Board, identifying and approving CSR activities or projects to be undertaken by the Company, and determining the amount of expenditure to be incurred towards such activities in alignment with the statutory requirements.

The Committee met once during the year under review, on 28th May 2024. The composition of the Corporate Social Responsibility Committee and the details of attendance of its Members during the year are as follows:

Composition and attendance :

Sl. No.	Committee Members	Designation in the Committee	Designation in the Board	No. of Meetings attended
1	Mr. N. Rangachary	Chairman	Non Executive and Non Independent Director & Chairman of the Company	1
2	Mr. R. Doraiswmay	Member	Managing Director of the Company	1
3	Mr. D. Rajeshkumar	Member	Joint Managing Director and Chief Financial Officer of the Company	1
4	Mr. N. Jayabal	Member	Independent Director	1
4	Mr. S. Raman	Member	Independent Director	NA

Mr. K M Murugesan, Company Secretary serves as the Secretary of the Committee.

- *Mr. N. Jayabal retired from the Board as an Independent Director on August 8, 2024, and accordingly relinquished his membership in the Committee.*
- *Mr. S. Raman, Independent Director, was appointed as a member of the CSR Committee effective August 8, 2024.*

The CSR Policy is available on our website – www.salzergroup.net- Investors – Corporate Social Responsibility Policy

9. PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR

Sl. No.	Name	Designation
1	Mr. M.Lakshminarayana	Vice President (Operations) Unit-II
2	Mr. P Sivakumar	Assistant Vice President (Marketing) Unit-I
3	Mr. B Mahendran	General Manager (Operations) Unit-I
4	Mr. R. Karunaakran	General Manager (GST)
5	Mrs. D. Govindarj	Senior. Manager (Accounts)
6	Mrs. R.Menaka	General Manager (Accounts) Unit-I
7	Mr. S.Venkatachalam	General Manager (Commercial) Unit-II
8	Mr. K.M. Murugesan	Company Secretary

ANNEXURE-1 (Contd.)

10. GENERAL BODY MEETINGS

Information regarding last 3 years General Body meetings are given below:

Type	Venue	Day	Date	Time	Special resolution passed
37th AGM	VC/OAVM	Saturday	10/09/2022	11.30 am	No special resolution has been passed in this AGM.
EGM	VC/OAVM	Wednesday	07/12/2022	11.30 am	Issue of Warrants on Preferential basis
38th AGM	VC/OAVM	Saturday	09/09/2023	11.30 am	• Re-appointment of Mr.P.Ramachandran (DIN: 0143572) as a Whole time director • Appointment of Mrs. Priya Bhansali (DIN: 00195848) as an Independent director. • Appointment of Mr. Sharat Chandra Bhargava (DIN: 00008146) as an Independent director.
39th AGM	VC/OAVM	Saturday	14/09/2024	11.30 am	• Appointment of Mr.N.Rangachary (DIN: 00054437) as a Non-Executive Non-Independent Director. • Appointment of Mr.V.Shankaran (DIN: 00003141) as a Non-Executive Non-Independent Director.

11. POSTAL BALLOT

During the year under review, the Company sought shareholders' approval once via Postal Ballot.

a. Postal Ballot

The details of the Resolutions passed through Postal Ballot, along with the corresponding voting patterns, are provided below.

Date of Postal Ballot Notice: May 28,2024	
Cut-off date: June 07, 2024	Voting period for Postal Ballot (E-Voting): From , June 13, 2024 to July 12, 2024
Date of approval: July 12,2024	Date of declaration of results: July 12,2024

Resolution Particulars	Type of Resolution	No of Votes polled	Votes cast in favour		Votes cast in against		Invalid votes cast
			No of Votes	%	No of Votes	%	No of Votes
Appointment of Mr. S. Raman as a Non-Executive Independent Director of the Company for a term of five consecutive years, from May 28, 2024, to May 27, 2029	Special	76,46,465	76,45,890	99.99	575	0.01	-
Payment of remuneration to Executive Promoter Directors exceeding the threshold limits in accordance with Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015	Special	56,87,400	56,86674	99.99	728	0.01	-

b. Procedure for Postal Ballot:

In line with the MCA Circulars, the Postal Ballot Notices dated May 28.2024 were sent exclusively through electronic means to Members whose names appeared in the Register of Members or the List of Beneficial Owners as of the respective cut-off dates-June 07, 2024 provided by the Depositories and whose email addresses were registered with the Company or the Depositories.

Mr. G. Vasudevan, a Practicing Company Secretary from M/s. G.V. Associates, Coimbatore, was appointed as the Scrutinizer to oversee the Postal Ballot process in a fair and transparent manner. In accordance with Sections 108 and 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the

ANNEXURE-1 (Contd.)

Resolutions specified in the Postal Ballot Notice dated May 28, 2024, were conducted exclusively through remote e-Voting.

The Company engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility to its Members. Members were given the opportunity to cast their votes on the respective resolutions through e-voting during the period from June 13, 2024, to July 12, 2024. After the voting period concluded, the Scrutinizer finalized the verification of the votes and submitted his report to the Company Secretary, as authorized by the Board. The voting results were declared on July 12, 2024, and published on the websites of the Stock Exchanges, the Company, and NSDL.

c. Proposed Postal Ballot

In accordance with the requirements of Schedule V, Part C, clause 7(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby stated that, as of the date of this report, there is no proposal to pass any Special Resolution through Postal Ballot

12. INDEPENDENT DIRECTORS' MEETING

- During the year under review, the Independent Directors convened on March 25, 2025, and among other matters, discussed and evaluated the Company's and the Board's performance in the following areas, concluding that the Company's affairs were being conducted effectively and satisfactorily:

i. The performance of non-independent directors and the Board as a whole;

ii. The performance of the Chairperson of the Company, considering feedback from both executive and non-executive directors;

iii. The adequacy, timeliness, and quality of information flow between the Company's management and the Board, which is essential for the Board to carry out its responsibilities effectively and reasonably.

- Based on the authorizations at the meeting, the Chairman and the Chairman of the Audit Committee carried out the appraisal and evaluation of all Directors, including Executive/Whole-Time Directors, for the year under review. The performance of the Chairman was evaluated collectively by the Board.

- All Independent Directors of the Company enrolled themselves in the Databank maintained and administered by the Indian Institute of Corporate Affairs, in accordance with the Ministry of Corporate Affairs Circular dated October 22, 2019.

13. MEANS OF COMMUNICATION

- The Quarterly, Half-Yearly, and Annual Financial Results are published in prominent newspapers, typically including Financial Express, Dinamani, Pirpagal, and Afternoon, and are also regularly communicated to the Stock Exchanges.

- Additionally, the Company's profile, corporate information, quarterly and annual financial statements, annual reports, shareholding pattern, official news releases (if any), and presentations made to institutional investors or analysts (if any) are uploaded and regularly updated on the Company's website at www.salzergroup.com.

14. GENERAL SHAREHOLDER INFORMATION

a) ANNUAL GENERAL MEETING

Day & Date	12th September 2025, Friday
Time	11.30 AM
Venue	Through Video Conferencing / Other Audio Visual Means from the deemed venue at the Registered Office located at Samichettipalayam, Jothipuram Post, Coimbatore – 641 047, Tamil Nadu, India
Financial year	April 01,2024 to March 31,2025
Dividend Payment Date	On or before October 11, 2025. The Dividend will be paid by means of electronic transfer who has furnished the Bank Account details to the Company / Registrar / Depository Participant.
Record Date	29.08.2025
Listing on Stock Exchanges	• BSE Limited (Address: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001) & • National Stock Exchange of India Ltd (NSE) (Address: Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra East, Mumbai- 400051) Annual Listing fees has been duly paid to both the Stock Exchanges.
STOCK / SCRIP CODE	517059 (BSE) & SALZERELEC (NSE)

ANNEXURE-1 (Contd.)

b. Registrar & Share Transfer / Demat Agents

The Company's share transfer Registry works both for Demat and Physical forms are being undertaken by M/s. GNSA Infotech Private Limited, Nelson Chambers, 'F' Block, 4th Floor, # 115, Nelson Manickam Road, Aminthakarai, Chennai – 600 030, Tel: 044-42962025, e-mail: info@gnsaindia.com.

The shares of the Company are dematerialsed and registered in Central Depository Services (India) Ltd (CDSL) and National Securities Depository Ltd (NSDL) under ISIN No. : INE457F01013.

c. Share Transfer System

As per the amended Regulation 40 of the SEBI Listing Regulations, effective from April 1, 2019, the transfer of securities in physical form is not permitted unless the securities are held in dematerialized form with a Depository Participant. Furthermore, effective January 24, 2022, SEBI has mandated that listed companies must process all investor service requests—such as issuance of duplicate share certificates, exchange, sub-division, splitting, consolidation, transmission, or transposition of securities—only in demat mode. SEBI, through its Circular dated January 25, 2022, has clarified that listed entities and their Registrars and Transfer Agents (RTAs) shall issue a Letter of Confirmation in place of a physical share certificate when handling any of the above-mentioned investor service requests.

d) DISTRIBUTION SCHEDULE (As on 31.03.2025)

Range	No. of Folios	No. of Shares	% of holding
Up to - 5000	49398	5931240	33.54
5001 - 10000	111	791294	4.47
10001 - 20000	59	866820	4.90
20001 - 30000	17	416604	2.36
30001 - 40000	9	312427	1.77
40001 - 50000	6	284169	1.61
50001 - 100000	12	806757	4.56
100001 & above	18	8273426	46.79
TOTAL	**49630**	**17682737**	**100%**

e. Dematerialization of Shares and Liquidity:

The Company's equity shares are available for trading in electronic form through both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As of 31st March 2025, a total of 1,75,03,930 equity shares, representing 98.99% of the Company's paid-up equity share capital, have been dematerialized.

f. Depository Receipts and Convertible Instruments

The Company has not issued any Global Depository Receipts, American Depository Receipts or convertible instruments of any kind.

g. Foreign Exchange Hedging and Monitoring of Commodity Prices:

The Company does not have any foreign exchange exposure and has not engaged in hedging activities in the foreign exchange or commodity markets. However, a mechanism is in place to regularly monitor commodity price fluctuations and take necessary measures, when required, to maintain effective cost control.

h) PLANT LOCATION

Unit - I : Samichettipalayam, Coimbatore - 641 047

Unit - II : Chinnamaddampalayam, Coimbatore 641 019.

Unit - III : # 2, Gudalur Village Samichettipalayam, Coimbatore - 641 047

Unit - IV : No.863, Coimbatore Main Road, Bettathapuram, Coimbatore 641 104

Unit V : No.882/3, Coimbatore Main Road, Bettathapuram, Coimbatore 641 104

Hosur Plant : SF.No. 722/1& 2, 725, Thorapalli Road, Hosur Taluk, Krishnagiri District - 635 109. Tamil Nadu.

Annur Plant :570/2, Opp. Annur Power House, Kariyampalayam Post, Annur, Coimbatore-641653, Tamil Nadu.

ANNEXURE-1 (Contd.)

I) ADDRESS FOR CORRESPONDENCE

All correspondence should be addressed to:

The Managing Director / Company Secretary,

Salzer Electronics Ltd, Samichettipalayam,

Coimbatore - 641 047 CIN No. L03210TZ1985PLC001535

Website: The Company's website **www.salzergroup.com** contains a separate dedicated section **"Investors"** where shareholders information is available. The Annual Report of the Company along with Directors' Report, Auditors' Report and Balance Sheet and Statement Profit & Loss are also available on the website in a user-friendly manner.

e-mail : investor_relations@salzergroup.com

Compliance Officer id : murugesan@salzergroup.com

Phone: 0422 4233600 / 0422 4233614

The Company has exclusive e-mail id: investor_relations@salzergroup.com for investor services.

J) CREDIT RATINGS OBTAINED BY THE ENTITY

The Company has obtained following rating facilities from CRISIL for its bank loan facilities

Long Term Rating	CRISIL A/Stable (Reaffirmed)
Short Term Rating	CRISIL A1 (Reaffirmed)

The Company does not have any debt instruments, fixed deposit programs, or any schemes or proposals for raising funds, either domestically or internationally, that would necessitate a Credit Rating.

15. DISCLOSURES

- None of the transactions with any of related parties were in conflict with the Company's interest. Attention of members is drawn to the disclosure of transactions with related parties set out in Note No. 47 of Financial Statements, forming part of the Annual Report.
- The related party transactions dealt with in the financial statements of the company for the year 2024-25 have been in the ordinary course of business of the company and at arms' length basis without prejudices and detrimental to the interest of the company. The Materiality of the related party transaction policy is displayed on the Company's website viz. www.salzergroup.net
- Except for the instances disclosed under Serial No. 37 Report in Page No. 30 of the Directors' Report, no other penalties or strictures have been imposed on the Company by any Stock Exchange(s), the Securities and Exchange Board of India (SEBI), or any other statutory authority in relation to capital market matters during the last three years.
- To uphold strong Corporate Governance practices, the Company has established an effective mechanism that enables employees to report concerns related to unethical conduct, actual or suspected fraud, dishonesty, or violations of the Company's Code of Conduct or Ethics Policy. This system ensures protection against victimization and allows employees direct access to the Chairman, Management, or the Chairman of the Audit Committee, as applicable. During the year under review, no such cases were reported, and no employee was denied access to the Audit Committee. The Whistle Blower Policy is available on the Company's website at www.salzergroup.net.
- All mandatory requirements have been fully complied with.
- The Company's Policy on the determination of Material Subsidiaries is available on its website at: www.salzergroup.net/documents/Policy-on-Subsidiary-&-Material-Subsidiary-Company.pdf
- The Company's Policy on Related Party Transactions can be accessed at: www.salzergroup.net /documents/Related-Party-Transaction-Policy.pdf.
- Commodity price risk and Commodity hedging activities –The commodity price risk-particularly relating to copper, a key raw material-is actively managed through a robust sourcing and hedging strategy. Given the volatility in global copper prices, the Company strategically sources copper both domestically and through imports to mitigate pricing fluctuations. The Company monitors market trends closely and enters into fixed-price contracts or forward bookings, wherever feasible, to ensure cost stability. While the Company does not currently engage in formal hedging instruments it adopts a prudent procurement approach to maintain margins and ensure uninterrupted production. This proactive risk management safeguards profitability and business continuity.
- Details of utilization of funds raised through preferential allotment or qualified institutions

placement as specified under Regulation 32 (7A). Refer Serial No.8 in Page No.24 of the Directors report

- A certificate from a Company Secretary in Practice, confirming 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 Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs (MCA), or any other statutory authority, has been obtained and forms part of this Annual Report as an annexure.
- During the year under review, all recommendations made by the various Committees of the Board of Directors were duly accepted by the Board. There were no instances where the Board did not accept any such recommendation.
- The Company has paid a consolidated sum of Rs.15,00,000/- as fees to the Statutory Auditor and all entities in the network firm/entity of which the Statutory Auditor is a part, for the services rendered during the year.
- As per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has duly constituted an Internal Complaints Committee to address issues pertaining to workplace harassment. During the financial year 2024–25, no complaint was received by the Committee. Consequently, there were no complaints pending as on March 31,2025
- Further, the Company did not have any inter-corporate loans outstanding as on March 31,2025.
- The Company does not have any material subsidiaries. Accordingly, the disclosure requirements pertaining to the date and place of incorporation and the name and date of appointment of statutory auditors of such subsidiaries are not applicable.

16. All the requirements of the Corporate Governance Report, as specified under sub-paragraphs (2) to (10) of Para C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been duly complied with.

17. The status of compliance with the discretionary requirements, as stated under Part E of Schedule II to the SEBI Listing Regulations, is as under.

    a. The Board: As on date, the positions of the Chairman and the Managing Director/Whole Time Director are separate. Mr. N Rangachary is a Chairman (Non Executive and Non Independent), Mr. R Doraiswamy, Managing Director and Mr. D Rajesh Kumar, Joint Managing Director

    b. Independent Woman Director – Mrs. Priya Bhansali serves as an Independent Director on the Board of the Company

    c. Modified opinion(s) in audit report - The Auditors have expressed an Unmodified Opinion in their report on the financial statements of the Company

    d. Reporting of Internal Auditor- - The Internal Auditor reports directly to the Audit Committee and submits detailed presentations on their findings during each quarterly meeting, ensuring regular review and monitoring of internal controls and systems.

    e. Maintenance of Chairman's Office - In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has appointed separate individuals for the roles of Chairperson and Managing Director. The Chairperson is a Non-Executive Director and is not related to the Managing Director, as defined under the term "relative" in the Companies Act, 2013. This separation ensures a clear demarcation of responsibilities and strengthens the Company's governance framework.

    f. Risk Management Committee – As defined under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company has Risk Management Committee with its responsibilities

18. The Company is fully compliant with the Corporate Governance requirements as specified under Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

19. Disclosure in respect of Demat Suspense Account / Unclaimed Suspense Account

    a. In accordance with the requirement of Regulation 34(3) and Part F of Schedule V to the SEBI Listing Regulations, details of equity shares in the suspense account are as follow:

Details	No. of Sharesholders	No. of Share
Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2024	-	-
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	-	-
Number of shareholders to whom shares were transferred from suspense account during the year	-	-
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2025	-	-

The voting right on the shares outstanding in the Suspense Account as on March 31, 2025, shall remain frozen until the rightful owner(s) of such shares claims the shares.

a. In compliance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, the Company has opened a Suspense Escrow Demat Account with Progressive Stock Brokers Limited, and the status of the said account as of March 31, 2025, is as under:

Details	No. of Sharesholders	No. of Share
Shares held in Suspense Escrow Demat Account as on 1 April 2024	1	25
Shares transferred to the Suspense Escrow Demat Account during the year	1	2000
Shares transferred from the Suspense Escrow Demat Account to claimants / shareholders	1	25
Shares held in Suspense Escrow Demat Account as on 31 March 2025	1	2000

20. There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulations.

For and on behalf of the Board

N.RANGACHARY
CHAIRMAN
DIN : 00054437

Place : Coimbatore
Date : May 24, 2025

Declaration on Code of Conduct

In accordance with Schedule V (Part D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that the Board of Directors of the Company has adopted a Code of Conduct for the Board Members and Senior Management personnel of the Company. The Code has been uploaded on the Company's website.

I further confirm that all Board Members and Senior Management personnel to whom the Code is applicable have affirmed compliance with the said Code of Conduct for the financial year 2024–25.

For Salzer Electronics Limited

R DORAISWAMY

MANAGING DIRECOTR

(DIN : 00003131)
Date: May 24,2025

CEO and CFO CERTIFICATION

We hereby certify

1. that we have reviewed the financial statements and the cash flow statement for the year ended 31 March 2025 and that to the best of our knowledge and belief,
   - these statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
   - these statements present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. that there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.
3. that we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and the Audit committee, deficiencies in the design or operation of internal controls, if any, of which we were aware and the steps that we have taken or propose to take to rectify the identified deficiencies and
4. that we have informed the auditors and the audit committee that there are
   - o Significant changes in internal control during the year, if any.
   - o Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any and
   - o No instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system.
5. 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 and on behalf of the Board

Place: Coimbatore
Date : May 24. 2025

R. DORAISWAMY
MANAGING DIRECTOR
DIN : 00003131

D. RAJESHKUMAR
JOINT MANAGING DIRECTOR &
CHIEF FINANCIAL OFFICER
DIN: 00003126

ANNEXURE-1 (Contd.)

AUDITORS' CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To

The Shareholders
Salzer Electronics Ltd

1. We have examined the compliance of conditions of Corporate Governance by Salzer Electronics Ltd, for the year ended 31.03.2025 as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

4. We state that no investors' grievances are pending for a period exceeding one month, as on 31st March 2025 against the Company as per the records maintained by the Company.

5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

In Terms Of Our Report Attached

For **Swamy & Ravi**
Chartered Accountants
FRN :004317S

(Sd/-) **S. ALAMELU**
Partner
Membership No.223555

Place: Coimbatore
Date : May 24. 2025

UDIN NO.: 25223555BMINWX7402

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members,
Salzer Electronics Limited
Samichettipalayam, Jothipuram Post, Coimbatore - 641 047.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Salzer Electronics Limited (CIN: L03210TZ1985PLC001535), having its registered office at Samichettipalayam, Jothipuram Post, Coimbatore – 641047 (hereinafter referred to as 'the Company'), as produced before us by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V, Para C, Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications conducted by us [including verification of the Directors Identification Number (DIN) status at the portal www.mca.gov.in] and based on the explanations and representations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company, as stated below, for the Financial Year ended 31.03.2025, 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:

S. No.	DIN	Name of the Director	Designation	Date of Appointment in the Company as per MCA
1.	00003131	Doraiswamy Rangaswamy	Managing Director	08/01/1985
2.	00003126	Rajeshkumar Doraiswamy	Wholetime Director	22/12/2001
3.	00003141	Veeraraghavan Sankaran	Non-Executive Director	28/08/2002#
4.	00054437	Nambi Iyengar Rangachary	Non-Executive Director	01/03/2014#
5.	00793090	Doraiswamy Vishnurangaswamy	Non-Executive Director	06/02/2020
6.	00195848	Priya Bhansali	Independent Director	07/08/2023
7.	00793090	Sharat Chandra Bhargava	Independent Director	07/08/2023
8.	02511138	Sunder Rajanraman	Independent Director	28/05/2024
9.	00003106	Prafulchandra Kanthilal Shah	Independent Director	02/05/1986*
10.	00003134	Nirmalkumar Motichand Chandria	Independent Director	17/12/1986*
11.	00003111	Narayanaswamy Jayabal	Independent Director	28/12/1995*
12.	01043572	Perumalreddiar Ramachandran	Wholetime Director	26/09/1998**
13.	00006783	Thilagam Rajeshkumar	Non-Executive Director	30/03/2015**

Retired as Independent Director w.e.f. 08.08.2024 and appointed as Non-Executive Director w.e.f. 09.08.2024.

* *Retired w.e.f. 08.08.2024*

** *Resigned w.e.f. 08.08.2024*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification. This certificate does not constitute an assurance as to the future viability of the Company, nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For G.V and Associates
Company Secretaries

Date : May 24. 2025
Place : Coimbatore

G. Vasudevan
FCS No.: 6699
CPNo.: 6522

ICSI UDIN : F006699G000428989

ANNEXURE-2

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO.

Disclosure pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014

A. CONSERVATION OF ENERGY

At Salzer Electronics Limited, the conservation of energy is not merely a compliance obligation; it is a guiding principle of our manufacturing philosophy and environmental commitment. As a Company engaged in the electrical equipment sector-a critical component of national infrastructure development-we recognize our responsibility to minimize our environmental footprint while enhancing efficiency, sustainability, and stakeholder value.

In line with India's growing thrust toward a sustainable economy and decarbonized future, Salzer continues to pioneer green energy initiatives, optimize energy use, and promote environmentally responsible growth. Energy efficiency, coupled with a consistent shift toward renewable sources, forms the cornerstone of our long-term sustainability vision.

Renewable Energy Initiatives and Strategy

Salzer has developed and adopted a well-structured hybrid energy model, blending captive renewable sources with power procurement through third-party green energy providers. The Company currently operates wind energy units with a captive capacity of 1.25 MW and an in-house solar plant of 500 kW, both of which contribute clean energy directly to manufacturing operations.

The deployment of rooftop solar panels, installation of energy-efficient transformers, and modernization of switchgear infrastructure has enabled the Company to cut energy usage and operational costs across manufacturing units.

During the year under review, the Company invested significant amount in energy-efficient machinery and solar installations to enhance operational efficiency and reduce its carbon footprint. In addition, the Company made a strategic investment of Rs.2.64 Crore in the equity capital of a third-party firm under the captive consumption model. Through this long term arrangement, Salzer is sourcing 4.57 MW of green power from wind and solar sources, thereby strengthening its renewable energy portfolio and advancing its sustainability goals.

Steps Taken for Energy Efficiency Enhancement

1. Energy Audits and Monitoring:

- Periodic energy audits have been institutionalized to identify inefficiencies and high-energy consumption areas.
- Smart metering and automated energy tracking tools have been deployed to measure real-time energy utilization.

2. Energy-Efficient Machinery:

- Replacement of outdated motors with High efficient Power Saving Motors
- Adoption of servo-controlled voltage stabilizers and energy-optimized production lines

3. LED Conversion Drive:

- Across all factory premises, conventional lighting has been replaced by LED fixtures, reducing energy demand by over 30% in lighting operations.

4. Compressed Air System Optimization:

- Upgrading compressors and deploying leak-detection systems to avoid unnecessary energy losses.

Net Zero Carbon Commitment

In recognition of the growing urgency surrounding climate change and regulatory developments worldwide, Salzer has committed itself to achieving Net Zero Carbon Emissions by FY 2030. A structured roadmap is in place, driven by:

- 100% shift to renewable energy in power-intensive units
- Technology modernization to reduce process-related emissions
- Digital tools to measure and monitor the carbon footprint in real time
- Circularity practices such as heat recovery, material recycling, and eco-packaging

This commitment places Salzer among the few Indian electrical equipment manufacturers with a time-bound carbon neutrality goal.

Capital Investments in Energy Efficiency

During the year under review, the Company invested significant amount in energy-efficient machinery and solar installations to enhance operational efficiency and reduce its carbon footprint. In addition, the Company made a strategic investment of Rs.2.64 Crore in the equity capital of a third-party firm under the captive consumption model. Through this long term arrangement, Salzer is sourcing 4.57 MW of green power from wind and solar sources, thereby strengthening its renewable energy portfolio and advancing its sustainability goals.

B. TECHNOLOGY ABSORPTION

Innovation as a Strategic Lever

Innovation and technology form the lifeblood of Salzer's continued success in the electrical and electronics industry. In a sector undergoing rapid transformation driven by digitalization, electrification, and decentralization, the Company's sustained investments in R&D and technology absorption ensure its competitiveness and relevance across domestic and international markets.

Salzer's in-house Research & Development Centre is recognized by the Department of Scientific and Industrial Research (DSIR), Government of India, since 2004, with the latest accreditation valid until March 31, 2026. The Centre is well-equipped with cutting-edge tools, testing labs, and simulation software that facilitate high-quality innovation across product and process domains.

Specific Areas of R&D Activities

- Upgradation of existing products to meet international quality standards
- Development of energy-efficient control systems and smart metering solutions
- Application-oriented product customization for sectors like smart cities, agriculture, renewable energy, Data Centres and EV infrastructure
- Development of electronic, electromechanical, and mechatronic products for emerging use-cases

Key Products and Technological Advancements

1. **Energy Saver Systems for Street Lighting:**
   - Deployed in multiple municipalities
   - Key features include:
   - 97% efficiency (vs. industry average of 92–93%)
   - Automatic scheduling, voltage regulation, and wireless control
   - Daily/weekly/monthly energy and fault reporting
   - Energy theft detection and remote alerts
   - RoHS compliance, 10-year service life
2. **Smart Meters and AMR (Automated Meter Reading):**
   - Remote reading, disconnection, and billing through central stations
   - Real-time data for utilities and consumers
   - Integration with smart city grids and Iot platforms
   - Reduction in technical and commercial losses
3. **Next-Gen Switchgear Portfolio:**

   MCCB (Molded Case Circuit Breaker):
   - Serves as a key safety device in power distribution panels.
   - Protects equipment from overloads and short circuits.
   - Offers protection against leakage currents, ensuring human safety.
   - Suitable for a wide range of applications due to adjustable site settings.
   - Acts as a replacement for traditional switch and fuse systems, reducing machine downtime as there's no need to search for or replace fuses after faults.
   - Complements our existing switchgear portfolio (e.g., contactors, MCBs), providing a single-source solution for customers.

   DC MCB & Solar Junction Boxes:
   - Essential safety components for rooftop solar installations.
   - Provide system protection against short circuits and overloads.
   - Solar junction boxes allow safe and convenient wiring between solar panels and inverters.
   - Widely used in government initiatives such as PM Surya Ghar Yojana.

   Agricultural Motor Starter Contactor:
   - Designed for starting and protecting agricultural pump motors.
   - Performs reliably under wide voltage variations.
   - Durable and long-lasting; components can be easily replaced by farmers on-site.
   - Offers a one-stop solution for farmers, including submersible flat cables and agricultural contactors.

   AC-DC Changeover Switch:
   - Enables seamless switching between solar and grid power for agricultural pumps.
   - Robust construction with simple installation and connections.
   - Compatible with various solar system capacities and pump ratings.

ANNEXURE-2 (Contd.)

4. New Products Under Development:

The Company continues to invest in product innovation and development to enhance its electrical solutions portfolio. The following are some of the key products currently under development:

a. High-Amperage Contactor

A 3-pole contactor with a 3 Normally Open (3NO) configuration, rated for 1000V AC and 160A, designed in compliance with IEC 60947-4-1 standards. The design includes provision for auxiliary contact mounts on both the side and the front, enabling flexible configuration in control panels.

b. Distributed Energy Resource (DER) Centre

A 16-pole DER center rated at 120/240V AC, 160A, developed in accordance with UL67 standards. This unit is tailored for applications in decentralized energy systems, ensuring reliable and safe distribution of power in DER installations.

c. Inline Portable Residual Current Device (RCD)

A compact and portable residual current protection device rated at 230V AC, 16A. It enhances user safety by immediately disconnecting the power supply upon detecting leakage currents of 30mA or more, thereby preventing electric shocks and improving operational safety in portable electrical systems.

d. Latch Relay for Energy Meter

A pulse-operated, permanent magnetic type latch relay specifically designed for energy meters. It ensures reliable switching with minimal power consumption, contributing to the overall efficiency and performance of smart metering systems.

e. Mechanical Latching Unit

A mechanical latch assembly designed to retain the contact position of a Normally Open (NO) contactor without the need for continuous coil energization. This facilitates energy saving and improves the operational reliability of electrical panels, especially in applications requiring sustained contact without constant power draw.

These developments are in line with the Company's strategic focus on energy efficiency, safety, and smart control in power systems.

Benefits Derived from R&D Activities

- Enhanced product quality, safety, and reliability
- Reduction in operational costs and energy usage
- Increased market penetration and customer satisfaction
- Improved brand equity and stakeholder confidence
- Readiness for export markets and regulatory compliance

R & D Expenditure for FY 2024 - 25

• Capital Equipment & Tools	₹ 855.09 Lakh
• New Products and Process development	₹ 498.16 Lakh
• Salary and Overheads for R & D Team	₹ 391.75 Lakh
Total Expenditure	₹ 1,745.00 Lakh

C. IMPORTED TECHNOLOGY

The Company has successfully absorbed several imported technologies over the years to stay ahead of evolving market needs and global quality expectations. Some of the major imports and their current status are outlined below:

No.	Technology imported for	Year of Import	Status of absorption
1	CAM Operated Rotary Switches	1985	Fully absorbed
2	Toroidal Transformers	1995 / 2005	Fully absorbed
3	Three phase dry type transformer	2016	Fully absorbed

The successful absorption of imported technologies has allowed Salzer to indigenize production, reduce import dependency, and offer cost-effective yet globally benchmarked solutions to Indian and international customers.

ANNEXURE-2 (Contd.)

D. FOREIGN EXCHANGE EARNINGS AND OUTGO

Salzer's increasing global footprint is reflected in its healthy foreign exchange earnings, which stem from exports to over 50 countries across the Americas, Europe, Asia-Pacific, and the Middle East.

A) Foreign Exchange Earned	₹ 21,980.09 Lakh
B) Foreign Exchange Used (outgo)	₹ 22,240.96 Lakh

The strong net positive foreign exchange position underscores Salzer's growing relevance in international markets and its potential to emerge as a preferred supplier of electrical products globally.

For and on behalf of the Board

Place : Coimbatore
Date : May 24, 2025

N.RANGACHARY
CHAIRMAN
DIN : 00054437

ANNEXURE-3

ANNUAL REPORT ON CSR ACTIVITES

forming part of Board's Report For Financial Year ending March 31,2025

1. Brief outline on CSR Policy of the Company.

Corporate Social Responsibility (CSR) represents a vital commitment by companies to contribute a portion of their earnings toward the sustainable development of society, without any expectation of direct returns. In alignment with this responsibility, and to promote inclusive growth-particularly in rural and semi-urban areas where the Company operates-the Government of India has brought CSR under a formal regulatory framework through the Companies Act, 2013.

As per the provisions of the Act, every company meeting the prescribed criteria is required to spend, on a yearly basis, at least 2% of the average net profits made during the three immediately preceding financial years on CSR activities, in accordance with a duly formulated CSR Policy.

The Company, in compliance with these statutory requirements, undertakes various initiatives aimed at the socio-economic development of the communities surrounding its operational areas, and society at large. These initiatives include, but are not limited to:

- Promotion of education through financial assistance, infrastructure development in educational institutions, and literacy programs.
- Enhancing healthcare accessibility through targeted medical and wellness programs for underprivileged sections.
- Skill development initiatives aimed at improving employability, including support for nationally recognized sports and vocational training programs.

Through these efforts, the Company reaffirms its commitment to inclusive growth and meaningful contribution to society at large

2. Composition of CSR Committee:

During the year under review, the Committee convened once, on May 28, 2024. The composition of the Committee and the attendance of the Members at the meeting are detailed below:

S. No	Name of Member	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year May 28, 2024	Number of meetings of CSR Committee attended during the year
a	Mr. N Rangachary	Chairman (Independent Director and Non Independent)	1	1
b	Mr. R Doraiswamy	Managing Director	1	1
c	Mr. D Rajesh Kumar	Joint Managing Director & Chief Financial Officer	1	1
d	Mr. N. Jayabal *	Independent Director	1	1
e	Mr. S. Raman **	Independent Director	1	1

* Mr. N. Jayabal retired from the Board as an Independent Director on August 8, 2024, and accordingly relinquished his membership in the Committee.

** Mr. S. Raman, Independent Director, was appointed as a member of the CSR Committee effective August 8, 2024.

Mr. K M Murugesan, Company Secretary serves as the Secretary of the Committee.

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.

https://www.salzergroup.net/investors.html

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not applicable The Impact assessment of CSR Project will arise only when the Company's average CSR obligation exceeds ten crore rupees in the three immediately preceding financial years,

5. CSR Obligations for the Financial year

a.	Average net profit of the company as per sub-section (5) of section 135	₹ 4,669.71 Lakh
b.	Two percent of average net profit of the company as per section 135	₹ 93.39 Lakh
c.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	NIL

ANNEXURE-3 (Contd.)

d.	Amount required to be set off for the financial year, if any	₹ 26.93 Lakh
e.	Total CSR obligation for the financial year [(b)+(c)-(d)] after rounding	₹ 67.00 Lakh

6. CSR Obligations for the Financial year

c.	Amount spent on CSR Projects	₹ 88.36 Lakh
a.	Amount spent in Administrative Overheads.	NIL
b.	Amount spent on Impact Assessment, if applicable.	NIL
d.	Total amount spent for the Financial Year [(a)+(b)+(c)].	₹ 88.36 Lakh

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

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in Rs.)				
	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	Amount	Date of transfer	Amount	Date of transfer
₹ 88.36 Lakhs	NIL	NIL	NIL	NIL	NIL

(f) Excess amount for set off, if any

S. No	Particular	Amount ₹ in Lakh
(i)	Two percent of average net profit of the company as per section 135(5) (after setting off amount available from previous year)	67.00
(ii)	Total amount spent for the Financial Year	88.36
(iii)	Excess amount spent for the financial year [(ii)-(i)]	21.36
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	21.36

7. Details of Unspent CSR amount for the preceding three financial years: Not applicable

S. No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹.)	Amount spent in the reporting Financial Year (in ₹.)	Amount spent in the reporting Financial Year (in ₹.)	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. (in ₹.)	Defciany if any
					Name of the Fund	Amount (in ₹.)	Date of transfer		
NIL									

8.	Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:	No
	If Yes, enter the number of Capital assets created/ acquired	Nil

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not applicable

S. 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 crearion	Amount of CSR amount spent	Details of entity / Authority / beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NIL							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135- Not Applicable

For and on behalf of the Board

N RANGACHARY
Chairman of CSR Committee
DIN :00054437

R DORAISWAMY
Managing Director
DIN :00003131

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
DIN: 00003126

Date : May 24, 2025
Place : Coimbatore

ANNEXURE-4

DETAILS PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1), 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(I) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year and the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Sl. No.	Executive Director	Position	Ratio to the median Remuneration	Increase %
1	Mr. R. Doraiswmay	Managing Director	31.11	9 %
2	Mr. D. Rajeshkumar	Joint Managing Director & Chief Financial Officer	30.76	10 %
3	Mr. Vishnu Ranagaswamy	Non Executive and Non Independent Director	0.23	Not applicable
4	Mr. N. Rangachary	Non Executive and Non Independent Director	1.67	Not applicable
5	Mr. V. Sankaran	Non Executive and Non Independent Director	0.11	Not applicable
6	Mrs. Priya Bhansali	Independent Director	1.34	Not applicable
7	Mr. Sharat Chandra Bhargava	Independent Director	0.66	Not applicable
8	Mr. Sundar Rajan Raman (Appointed w.e.f May 28, 2024)	Independent Director	0.99	Not applicable
9	Mr. N. Jayabal (Retired on August 08, 2024)	Independent Director	0.63	Not applicable
10	Mr. Nirmal Kumar M.Chandria (Retired on August 08, 2024)	Independent Director	0.45	Not applicable
11	Mr. P.K. Shah (Retired on August 08, 2024)	Independent Director	0.11	Not applicable
12	Mr. P. Ramachandran (Retired on August 08, 2024)	Whole Time Director	2.02	Not applicable
13	Dr. Thilagam Rajeshkumar (Retired on August 08, 2024)	Non Executive and Non Independent Director	0.11	Not applicable
14	K.M.Murugesan	Company Secretary	4.51	Refer Note - 2

Note: 1. Non Executive Directors and Independent Directors are entitled to receive only sitting fees.

2. As the Company Secretary was appointed only with effect from August 06, 2023, his full-year pay for FY25 is not comparable with that of FY24

(ii) The percentage increase in the median remuneration of employees in the financial year : **12%**

(iii) The number of permanent employees on the rolls of company as at March 31, 2025 - **924**

(iv) Average percentile increase in the salaries of employees other than the managerial personnel in the last financial year is **10-15%**

(V) The average increase granted to managerial personnel : **8%**

(vii) Affirmation that the remuneration is as per the remuneration policy of the Company

It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

(Vii) No employee of the Company is covered by the Rule 5(2) (iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, that is employee, holding by himself or with his family, shares of 2% or more in the Company and drawing remuneration in excess of the remuneration paid to Whole-Time Director and Managing Director.

ANNEXURE-4 (Contd.)

(Viii) Particulars of Employees whose salary is not less than Rupees One Crore and Two Lakhs

Sl. No.	Name (Age inyears)	Designation	Remuneration (in Lakhs)	Qualification	Date of Commencement of employment (exper ience in years)	Previous Employment
1	Mr. R. Doraiswmay (Age : 81 years)	Managing Director	110.31	BE (Electrical Engineering)	08/01/1985 (40 Years)	Lakshmi Machine Works Limited
2	Mr. D. Rajeshkumar (Age : 53 years)	Joint Managing Director and Chief Financial Officer	109.11	B E (Electrical and Electronics Engineering) and MBA (USA)	05/02/1998 (27 Years)	-

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report.

Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary through mail: cs@salzergroup.com

For and on behalf of the Board

N RANGACHARY
Chairman
DIN :00054437

Date : May 24, 2025
Place : Coimbatore

ANNEXURE-5

SECRETARIAL AUDIT REPORT

To

The Members,

Salzer Electronics Limited,

Samichettipalayam,

Coimbatore 641047

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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. We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained Management Representation about the compliance of laws, rules and regulations and occurrence of events, etc.
5. The compliance with the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of management. Our 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 G.V and Associates
Company Secretaries

G. Vasudevan
Partner
FCS No.:6699
CPNo.:6522

Date: May 24, 2025
Place: Coimbatore

ANNEXURE-5 (Contd.)

FORM NO. MR-3
SECRETARIAL AUDIT REPORT OF
SALZER ELECTRONICS LIMITED
For The Financial 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,
Salzer Electronics Limited,
Samichettipalayam, Jothipuram post, Coimbatore-641047.

We have conducted the Secretarial Audit of compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Salzer Electronics Limited (CIN: L03210TZ1985PLC001535), a listed entity having its registered office at Samichettipalayam, Jothipuram post, Coimbatore - 641047 (hereinafter referred to as 'the Company' or SEL). The Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts and statutory compliances, and for expressing our opinion thereon.

Based on our 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 authorized representatives during the conduct of secretarial audit, we hereby report that, in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2025, complied with the statutory provisions listed hereunder. We further report that the Company has established proper Board-processes and compliance-mechanism to ensure compliance with the statutory provisions listed below, to the extent, in the manner, and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2025 in accordance with the provisions of:

(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 thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; *(Not Applicable to the company during the Audit Period)*

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(d) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015.

(e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 *(Not Applicable to the company during the Audit Period)*

(G) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 *(Not Applicable to the company during the Audit Period)*

(h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(Not Applicable to the company during the Audit Period)*

(i) 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; *(Not Applicable to the company during the Audit Period)*

(j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,2009;*(Not Applicable to the company during the Audit Period)*

ANNEXURE-5 (Contd.)

We have also examined compliance with the applicable clauses of the Secretarial Standards 1, 2, 3 and 4 issued by The Institute of Company Secretaries of India.

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

There were few instances of delayed disclosures to Stock Exchange under the following regulations:

a) The due date for submission of the certificate under Regulation 7(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended 31.03.2024 was 30.04.2024. However, the Company submitted the said certificate to Bombay Stock Exchange on 25.07.2024, resulting in a delay of 2 months and 25 days. The Company has submitted an appropriate explanation to the Bombay Stock Exchange regarding the delay.

b) The due date for submission of the certificate under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 for the financial year ended 31.03.2024 was 30.05.2024. However, the listed entity submitted the certificate in PDF format to Bombay Stock Exchange on 14.06.2024, resulting in a delay of 14 days. The Company has provided an appropriate explanation to the Bombay Stock Exchange for the delay and has paid a fine of ₹ 35,400/- as levied by the Bombay Stock Exchange.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. The changes in the composition of the Board of Directors that occurred during the period under review were carried out in compliance with applicable provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings. The agenda were sent in advance and a system exists is in place for seeking and obtaining further information or clarifications on the agenda items prior to the meetings, thereby facilitating meaningful and informed participation by the Directors.

All decisions at the meetings of the Board of Directors and its Committees were carried out unanimously, and the same have been duly recorded in the minutes of the respective meetings.

We further report that the Company has in place adequate systems and processes, commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines mentioned above.

We further report that during the audit period,

(I) On 28.05.2024, the Company allotted 3,00,000 Equity Shares of Rs. 10/- each at a premium of Rs. 268.50/- per share, pursuant to the conversion of warrants. The allotment was made to Salzer Exports Limited (1,00,000 Equity Shares) and Salzer Spinners Limited (2,00,000 Equity Shares), entities in which the promoters are interested.

(Ii) The Company obtained approval of shareholder's through postal ballot on 12.07.2024 for the appointment of Mr. Sundar Rajan Raman (DIN: 02511138) as an Independent Director of the Company for a period of 5 years effective from 28.05.2024. Additionally, the shareholders approved the continuation of payment of remuneration to Executive Promoter Directors in excess of the prescribed threshold limits under Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015

(Iii) The Company incorporated M/s. Salzer Electronics Arabia Limited Company (One Person), as a Wholly Owned Overseas Subsidiary Company in Saudi Arabia on 30.09.2024.

For G.V. and Associates
Company Secretaries

G.Vasudevan
Partner
FCS No.: 6699
C P No.: 6522

Date:24.05.2025
Place: Coimbatore
ICSI UDIN: F006699G000428890

ANNEXURE-6

MANAGEMENT DISCUSSION AND ANALYSIS

In compliance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report for the year ended March 31, 2025, is presented below:

(A) Industry Structure and Developments

Global Economy:

In FY 2024–25, the global economy witnessed a mixed recovery amid persistent inflation, elevated interest rates, and continued geopolitical instability—particularly due to the prolonged conflict in Europe and tensions in East Asia. As per the International Monetary Fund (IMF), global GDP grew by 3.1%, down slightly from 3.4% the previous year. Developed markets such as the US and Eurozone slowed due to monetary tightening, while emerging markets, particularly in Asia, remained resilient.

Investment patterns shifted globally toward sustainable energy, industrial automation, and digital infrastructure. According to BloombergNEF, renewable energy investments exceeded USD 1.8 trillion, with robust allocations to solar, wind, and energy storage. The global automation and industrial IoT sector also grew over 10% YoY, spurred by demand for energy-efficient, smart manufacturing systems.

Amid supply chain realignments, companies pursued the "China+1" strategy, favoring manufacturing destinations like India, Vietnam, and Mexico. This shift has opened up significant opportunities for Indian exporters, including Salzer Electronics, which is strongly positioned in intelligent electrical components and industrial automation.

Indian Economy:

India remained one of the fastest-growing major economies, with GDP growth estimated at 6.5% in **FY 2024–25.** Growth was broad-based, led by

- Increased **public capital expenditure** of Rs.11.1 lakh crore under NIP and Gati Shakti (a 16.9% YoY increase),
- Continued momentum under **PLI schemes** across 14 strategic sectors,
- Declining inflation, with average **CPI at 5.2%**, down from 6.7% two years ago,
- Strong private consumption and increased credit availability.

Structural reforms, demographic advantages, and digital adoption continue to strengthen India's economic fundamentals. The IMF projects India's GDP to grow by 6.6% in FY 2025–26, sustaining long-term growth momentum.

Electrical Equipment Industry in India:

Valued at over ₹1.75 lakh crore (~USD 21 billion), India's electrical equipment industry is pivotal to infrastructure and industrial development. The sector spans transmission and distribution (T&D), switchgear, wires and cables, transformers, and smart meters.

Key growth drivers in FY 2024–25 include:

1. Urban and Rural Electrification: Government schemes like Saubhagya and Smart Cities Mission boosted demand for cabling and distribution equipment.
2. Smart Metering Initiatives: Under RDSS, 250 million smart meters are targeted by 2027; 80 million meters have already been tendered as of Q4 Fy25.
3. Industrial Capex Revival: Private investments in cement, pharma, and data centers spurred demand for control panels and LV switchgear.
4. Export Momentum: Electrical machinery exports grew 13.8% YoY, with rising demand from GCC, ASEAN, North America, and Africa.
5. Renewables and Grid Modernization: India's renewable energy capacity crossed 179 GW, targeting 500 GW by 2030, driving need for intelligent switchgear and distribution systems.
6. Railways and Metro Projects: Over 7,000 km of railway lines were electrified during the year, supporting demand for Salzer's low-voltage products.

Outlook:

The sector is projected to grow at a CAGR of 8–10% over the next five years, supported by infrastructure investments, clean energy transition, and favorable industrial policies like Make in India and PLI schemes.

(B) Opportunities and Threats

Salzer Electronics is well-positioned to capitalize on strong export growth, driven by global supply chain diversification and rising international demand. India's focus on infrastructure, smart cities, and digital transformation offers substantial domestic opportunities. The large-scale rollout of smart meters under the RDSS scheme and increasing adoption of energy conservation projects through ESCO models further strengthen future prospects.

However, the Company faces challenges such as raw material price volatility, intensifying competition from global and local players, evolving regulatory frameworks, and the risk of technology obsolescence. Continuous innovation and agile operations remain key to mitigating these threats.

ANNEXURE-6 (Contd.)

C. Segment performance

A. Industrial Switchgear Business – Strategic Pillar of Salzer's Growth

Overview of Salzer's Industrial Switchgear Portfolio

Salzer Electronics Limited has emerged as one of India's most trusted and technologically progressive players in the low-voltage industrial switchgear segment. The Industrial Switchgear Division constitutes the largest and most mature vertical within Salzer's diversified electrical engineering portfolio. The division delivers mission-critical components used for the control, switching, protection, and distribution of electrical energy in industrial and commercial environments.

Salzer's offerings encompass a wide range of modular, custom-built, and standard switchgear products, including:

- Rotary switches
- Load break switches (AC/DC)
- Cam switches
- Isolators
- Terminal blocks
- Modular enclosures
- Toroidal transformers
- Control and signal devices
- Conduit and wire accessories
- Wire harnesses and control assemblies

These products cater to the needs of OEMs, electrical panel builders, power utilities, transport systems (like railways and metros), green energy installations, and industrial automation platforms, with demand spread across infrastructure, manufacturing, smart buildings, and data center segments.

Salzer's switchgear systems are designed with global safety standards in mind—complying with IEC, UL, CE, RoHS norms—and have found wide acceptance in both domestic and export markets due to their compact design, high current-carrying capacity, superior insulation, and long operational life.

FY 2024–25 Performance – A Year of Expansion and Strengthening

In FY 2024–25, Salzer's Industrial Switchgear segment recorded revenue of ₹ 798.17 crore, a 28 % growth over ₹ 620.00 crore in the previous year. This segment contributed 57% to the Company's standalone revenue, reinforcing its strategic centrality. EBITDA margins were healthy at 11.84%, underscoring efficient cost structures and consistent product demand.

Over the last five years (FY20–FY25), the segment has clocked a Compounded Annual Growth Rate (CAGR) of 26%, driven by both domestic and international demand. This strong growth reflects the Company's execution capabilities, technology leadership, and diversified client base.

India – A Fertile Ground for Switchgear Demand

The Indian economy is experiencing growth momentum, fueled by infrastructure development, rising capital expenditure, and manufacturing acceleration supported by the PLI scheme These macro trends directly translate into strong demand for electrical distribution and control products-key areas addressed by Salzer's switchgear portfolio.

Some major domestic growth enablers include:

- Infrastructure & Electrification Boom: With massive public expenditure under Gati Shakti, Smart Cities, and Saubhagya schemes, the demand for LV switchgear in urban and semi-urban networks has grown significantly.
- Industrial Capex Revival: Capital expenditure across sectors like steel, cement, chemicals, and food processing is fuelling automation and electrification needs.
- RE Expansion & Grid Modernization: India's renewable energy capacity targets have spurred demand for compact, intelligent switchgear components in solar, wind, and hybrid installations.
- Railway Electrification & Urban Transport: Salzer products are increasingly being deployed in railway electrification and metro networks due to their compact design and high reliability.
- Digital Infrastructure: Data centres and 5G rollouts require scalable, energy-efficient switchgear systems.

Salzer has established strong relationships with EPC contractors, electrical consultants, and OEMs across India, providing customized solutions at scale and positioning itself as a go-to partner for mission-critical low-voltage needs.

Global Context – Exports Driving Diversification

Salzer's Industrial Switchgear Division has increasingly gained traction in international markets, especially in regions demanding cost-effective, compact, and high-performance components.

In FY ₹ 2024–25, exports from the switchgear segment rose sharply, with key markets including Middle East, North America, ASEAN and Australia

Salzer's global success stems from:

- Adherence to international certifications (UL, CE, RoHS, REACH)
- Strategic product localization and customization
- Strong product engineering and backward integration
- Competitive cost structures vs. European and Japanese counterparts

The recent incorporation of Salzer Electronics Arabia Ltd. in Saudi Arabia will further accelerate Salzer's presence in GCC countries by enabling local production, better pricing, and regulatory alignment.

Innovation, OEM Partnerships, and Differentiation

Salzer's consistent performance is underpinned by a strong R&D culture. The Company invests in:

- Design-led manufacturing for rotary switches and control systems
- Development of intelligent switchgear with IoT capability and digital metering
- Miniaturization and modularity for space-constrained control panels
- Integration with energy efficiency and automation platforms for smart grids

Competitive Landscape

The Indian low-voltage switchgear market is competitive, with players like L&T, Schneider Electric, Siemens, ABB, and Hager dominating the high-end space. Salzer competes in the mid-market segment, differentiating itself through:

- Custom-engineered solutions
- Speed of delivery and flexible manufacturing
- Robust after-sales service
- Cost competitiveness with international-grade quality

The Company continues to defend and expand its market share by staying agile, investing in customer-centric innovation, and strengthening its brand presence.

Outlook – Growth Drivers and Strategic Priorities

The Indian industrial switchgear market is projected to grow at 10–12% CAGR through 2030, aligned with India's energy transition, grid modernization, and manufacturing expansion goals.

Salzer aims to leverage this through:

a. Capacity Expansion: Investing in automation and additional lines at its plants to meet domestic and export demand.

b. Smart Integration: Incorporating control intelligence, remote access, and communication protocols in next-gen switchgear.

c. Export Push: Expanding into new markets across Africa, Eastern Europe, and LATAM, while capturing CCG opportunities through the Saudi Arabian subsidiary.

d. OEM Diversification: Partnering with leading automation and EV ecosystem players for advanced control gear and

e. ESG-Compliant Products: Increasing focus on RoHS, recyclable materials, and energy-efficient designs.

With a strong legacy, wide market reach, robust product pipeline, and operational efficiency, Salzer's Industrial Switchgear Division is poised to remain the engine of growth for the Company.

B. Wires and Cables Segment – A Strong, Scalable Growth Engine

The Wires and Cables Division remains a crucial component of the Company's comprehensive electrical solutions portfolio. Operating within the domestic market, this segment offers a wide variety of products including multi-core flexible cables, power cables, instrumentation cables, and LAN/CCTV cables. These offerings are extensively utilized in industrial, residential, infrastructure, and commercial sectors.

Salzer's cables are known for their superior insulation, fire resistance, current-handling capacity, and operational durability, making them ideal for critical environments where safety and reliability are non-negotiable. All products are manufactured in compliance with relevant Indian and international standards (IS 694, IS 1554, RoHS), ensuring quality and regulatory alignment.

In FY 2024–25, the segment reported revenue of ₹ 511.53 crore, marking a 14% growth over the previous year. This division accounted for 37% of the Company's standalone revenue, reinforcing its position as the second-largest contributor after Industrial Switchgear. Over the past five years (FY20–FY25), this segment achieved a 14% CAGR, reflecting sustained demand from infrastructure, OEMs, and industrial sectors.

The growth was driven by:

- Continued expansion in housing and commercial real estate
- Demand from smart infrastructure and urban electrification projects
- Consistent orders from OEM customers, especially in automation and control system verticals
- Rising demand from India's growing data center ecosystem, which requires high-performance, fire-retardant, and energy-efficient cabling solutions
- Steady traction in infrastructure and industrial automation

Salzer has successfully built strong relationships with various OEMs, EPC contractors, and electrical consultants, ensuring recurring business and brand recall.

The Indian wires and cables industry is poised for sustained double-digit growth, supported by a combination of structural demand drivers and policy interventions. With the power sector undergoing modernization, and infrastructure and manufacturing capex gaining momentum, the demand for high-quality, certified cables is set to remain robust.

Over the next five years, the industry is expected to grow at a CAGR of 10–12%, driven by:

- Continued urban and rural electrification
- Large-scale investments in renewables and smart grids
- Growth in residential, commercial, and data centre infrastructure
- Increasing regulatory focus on fire safety and energy efficiency and
- Adoption of automation, EVs, and digitized power systems across sectors

Organized players with strong R&D, certification, and customization capabilities are likely to gain market share from unorganized competitors. The emphasis on Make in India and local sourcing in government procurement also augurs well for domestic manufacturers.

Salzer's future in this segment is clearly aligned with these macro trends. With quality-driven manufacturing, technical differentiation, and strong OEM partnerships, Salzer is well-positioned to meet the rising demand for customized and high-performance cabling solutions.

On the global front, Salzer is laying the groundwork to enter select international markets, with a long-term goal of establishing itself as a reliable export partner for niche cable solutions. Steps are being taken to obtain product certifications and build alliances that will support this expansion.

Backed by capacity augmentation, product innovation, and a clear customer-first approach, Salzer's Wires and Cables Division is expected to be a strategic contributor to revenue and profitability, while reinforcing the Company's vision to be a complete and competitive electrical solutions provider.

C. Building Products Segment – Niche Focus with Export Ambitions

The Indian building products market, particularly in electrical fittings and modular components, remains highly fragmented and competitive, dominated by both organized brands and a large base of unorganized players. While the segment is buoyed by continued growth in real estate, urban housing, and smart homes, price sensitivity and margin pressure persist due to commoditization and regional competition. Demand for aesthetically designed, safe, and durable fittings continues to rise, especially in Tier I and II cities.

In FY 2024–25, Salzer's Building Products division recorded revenue of ₹ 76.22 crore, a 15% growth over the previous year, contributing 6% to the Company's standalone revenue. Despite limited scale, the Company continues to leverage its design capabilities and focus on quality differentiation to retain its niche.

Looking ahead, Salzer has initiated strategic repositioning of this vertical, with focused efforts to enhance competitiveness and explore export opportunities. A key milestone was the receipt of its first international order from Australia, paving the way for future overseas expansion. The Company aims to scale this vertical through improved product aesthetics, expanded SKUs, and alignment with global safety norms-transforming the segment into a credible long-term growth engine.

D. Energy Management Services – Strategic Re-entry with BBMP Project

India's push for energy efficiency, particularly in urban infrastructure, has led to growing opportunities in Energy Management Services (EMS), especially in street lighting, municipal infrastructure, and public utilities. With cities under pressure to reduce power consumption and carbon footprint, Performance-Based Contracting (PBC) and ESCO models are gaining wider adoption.

Salzer marked its strategic re-entry into the EMS segment by securing a prestigious Rs. 192 crore order from Bruhat Bengaluru Mahanagara Palike (BBMP) for the design, supply, installation, and maintenance of smart LED street lighting under a long-term concession model. The project is being executed through a Special Purpose Vehicle (SPV) in collaboration with its consortium partner Schnell Energy Equipments Private Limited

This initiative positions Salzer to re-establish its credentials in high-potential municipal and smart infrastructure projects. The project not only brings recurring revenue visibility over a multi-year period but also reinforces the Company's presence in smart city initiatives and ESG-aligned public infrastructure.

Looking forward, Salzer aims to leverage this success to pursue similar projects across other municipal bodies and smart cities, expanding its footprint in the EMS space while contributing to India's national energy conservation goals.

E. Smart Energy Business – Aligned with National Priorities, Positioned for Scalable Growth

India's power distribution sector is undergoing a significant digital transformation, driven by the Government's ambitious Revamped Distribution Sector Scheme (RDSS), which targets the installation of 250 million smart energy meters by 2026. This mission aims to enhance billing efficiency, reduce AT&C losses, and enable real-time energy monitoring through advanced metering infrastructure (AMI). Supported by an outlay of over ₹ 3 lakh crore, RDSS is a cornerstone of India's energy reform.

In alignment with this national priority, Salzer Electronics made its strategic entry into the Smart

Energy Meter business by establishing a dedicated facility with a capacity to manufacture 4 million meters annually, backed by a capital investment of ₹ 35 crore. In FY 2024–25, Salzer achieved initial revenue of Rs. 16 crore from this vertical, marking a strong start in a highly regulated and competitive segment.

During the year, Salzer secured a significant order from a large Advanced Metering Infrastructure Service Provider (AMISP) and is in active discussions for further opportunities across multiple state discoms and private utilities. The Company's focus on technical compliance, in-house R&D, and backward integration positions it to meet stringent specifications under RDSS and future AMI tenders.

Looking ahead, Salzer anticipates strong traction in this segment, driven by its established manufacturing capability, timely execution, and deep domain understanding. With increasing adoption of digital grid infrastructure, the Smart Energy Business is poised to emerge as a key long-term growth driver for the Company.

(D) Outlook

Salzer Electronics enters FY 2025–26 with a strong foundation and an optimistic outlook, underpinned by strategic investments and favorable market tailwinds. The Company is poised to accelerate its growth trajectory by expanding manufacturing capacity and enhancing automation across its facilities to meet rising demand from both domestic and international markets.

One of the core focus areas will be integration of smart technologies into its product ecosystem. With the industry shifting toward intelligent, IoT-enabled electrical systems, Salzer is actively developing advanced solutions—such as smart meters, digital switchgear, and connected energy management devices—that align with India's national priorities and global energy transition trends.

Salzer's export strategy continues to gain momentum, targeting untapped markets in Africa, Eastern Europe, and Latin America. The Company aims to deepen its international presence by leveraging its competitive cost structures, globally certified products, and a track record of reliable delivery.

The recent establishment of Salzer Electronics Arabia Ltd., a subsidiary in Saudi Arabia, marks a significant step in capturing opportunities across the Gulf Cooperation Council (GCC) region. Local production capabilities will enhance price competitiveness, reduce lead times, and ensure compliance with regional standards.

Furthermore, Salzer remains committed to ESG-aligned growth, with continued focus on reducing its carbon footprint, improving energy efficiency, and embracing digital transformation across operations.

With a robust product pipeline, diversified customer base, and operational resilience, Salzer is strategically positioned to capture value across evolving energy, infrastructure, and industrial landscapes, both in India and globally.

(E) Risk Factors and Mitigation Measures

Salzer Electronics recognizes key risks that could impact its growth, and has developed strategies to manage them:

1. Working Capital & Liquidity Risk: High receivables and inventory levels could affect liquidity. Mitigation: Focus on reducing working capital days, improve credit monitoring, and digitize inventory management.
2. Raw Material Price Volatility: Price fluctuations in raw materials could affect margins. Mitigation: Long-term supplier contracts, dynamic pricing models, and alternative sourcing options.
3. Technology & Innovation Risk: Rapid technological changes could make products outdated. Mitigation: Invest in R&D, monitor global trends, and develop scalable product platforms.
4. Regulatory & Compliance Risk: Changing regulations may impact operations. Mitigation: Stay compliant with industry standards and engage in proactive legal monitoring.
5. Dependency on Key Customers: High concentration in certain sectors could reduce revenue stability. Mitigation: Diversify customer base and expand into new sectors.

Other risks like geopolitical, supply chain disruptions, and tariff changes are also actively managed.

(F) Internal Control Systems and Their Adequacy

Salzer has a robust internal control framework across financial, operational, and compliance areas. The internal audit system is designed to provide assurance on effectiveness of controls, risk management, and governance processes. The Audit Committee reviews control effectiveness and risk mitigation periodically.

(G) Human Resources and People Development

As of March 31, 2025, Salzer Electronics has over 924 individuals on permanent role, with a remarkable 48% of the workforce comprising women, reflecting the Company's strong commitment to diversity and inclusion. The Company views its human capital as a key driver of its sustainable growth and has made significant investments in nurturing a skilled, motivated, and empowered workforce.

During the year, Salzer conducted structured training programs, including technical skill-building, safety awareness, and leadership development, aimed at enhancing employee capabilities across all levels. Special focus was placed on gender diversity initiatives, encouraging the inclusion of women in production and technical roles traditionally dominated by men.

ANNEXURE-6 (Contd.)

Industrial relations remained peaceful, with transparent communication channels, regular engagement with employee representatives, and strict adherence to labour laws. The Company also prioritized employee welfare, providing access to healthcare, hygiene, and safety infrastructure across its units.

Salzer continues to foster a performance-oriented, inclusive, and resilient work culture that supports long-term organizational success.

(H) Financial Performance vis-à-vis Operational Performance

Particulars (Standalone)	FY 2024–25	FY 2023–24	% Change
Financial Assets	₹ 1,382.92 Cr	₹ 1,137.35 Cr	22 %
Financial Liabilities	₹ 124.94 Cr	₹ 110.20 Cr	13.40 %
Net exposure	₹ 62.26 Cr	₹ 43.15 Cr	44.30 %

Growth was driven by Industrial Switchgear and export sales, supported by one-time gains and operating leverage, despite margin moderation in a competitive market.

(I) Significant Changes in Key Financial Ratios (≥25%)

Ratio	FY 2024–25	FY 2023–24	% Change
Debtors Turnover Ratio (Days)	84	85	-1.18 %
Inventory Turnover Ratio (Days)	86	89	-3.37 %
Interest Coverage Ratio	3.02	2.76	9.42 %
Current Ratio	1.43	1.46	-2.05 %
Debt-Equity Ratio	0.78	0.66	18.18 %
Operating Profit Margin (%)	9.03 %	9.70 %	-6.91 %
Net Profit Margin (%)	4.50 %	3.80 %	18.42 %
Return on Net Worth (%)	11.74 %	9.27%	26.70 %

CAUTIONARY NOTE

This document includes forward-looking statements about anticipated events and the company's projected financial and operational outcomes. These statements are based on certain assumptions and are inherently subject to risks and uncertainties. There is a considerable likelihood that these assumptions, forecasts, and forward-looking statements may not be accurate. Readers are advised not to place excessive reliance on such statements, as various factors could cause actual outcomes and events to differ significantly from those anticipated.

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INDEPENDENT AUDITOR'S REPORT

To
The Members of Salzer Electronics Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of Salzer Electronics Limited ("the Company"), which comprise the Standalone Balance sheet as at March 31, 2025, the Standalone Statement of Profit and Loss (Including other comprehensive income), the Standalone Statement of changes in Equity and the Standalone Statement of Cash Flows for the year ended on that date, including a summary of material accounting policies, notes to the financial statements, and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 the 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, its profit, total 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 Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SA's are further described in the "Auditor's Responsibilities for the Audit of the Standalone Ind AS 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 requirement that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Act and the rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS 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 Matter was Addressed in our Audit
1.	**Accuracy of recognition measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115- 'Revenue from Contracts with Customers'** Revenue is a significant line item in the financial statements of the Company and is a key performance indicator for stakeholders. The Company recognises revenue from sale of goods/rendering of services, in accordance with Ind AS 115-'Revenue from Contracts with Customers' The application of Ind AS 115 involves significant judgement in identifying performance obligations, determining the timing and accuracy of revenue recognition (at a point in time or over time), assessing transaction prices including variable consideration, and evaluating contract terms such as warranties, discounts or rebates. Given the volume and complexity of contracts, the significance of revenue to the financial statements, and the judgements required, we identified revenue recognition as a key audit matter.	Our audit procedures included, among others: • Obtaining an understanding of the Company's revenue recognition policies and assessing compliance with Ind AS 115 • Evaluating the design and implementation of relevant internal controls over revenue recognition • Performing substantive testing on selected contracts to assess the appropriateness of revenue recognition, including terms and conditions, performance obligations, and timing of transfer of control • Testing cut-off procedures and reviewing transactions around year-end to ensure revenue is recognised in the appropriate accounting period • Evaluating the estimates of variable consideration (e.g. discounts, rebates, penalties) and assessing the reasonableness of management's assumptions • Reviewing the adequacy of disclosures in the financial statements relating to revenue recognition and associated judgements

STANDALONE INDEPENDENT AUDITOR'S REPORT (Contd.)

Sr.No	Key Audit Matter	How the Matter was Addressed in our Audit
2.	**Assessment of carrying value of goodwill as per Ind AS 36 (Refer Note 5 to the Standalone financial Statements)** The Company has a goodwill balance of Rs 93.42 Lakhs as at March 31, 2025 relating to the acquisition of business, which is considered as a Cash Generating Unit (CGU). Under Ind AS 36, "Impairment of Assets', the Company is required to test Goodwill for impairment at least annually, or more frequently, if indicators of impairment exist. For the year ended March 31, 2025, the company performed an assessment of the carrying value of goodwill as required under Ind AS 36 by: • Calculating the recoverable amount for CGU using a discounted cash flow model (DCF model). • Comparing the recoverable amount of the respective carrying amount of assets and liabilities. The preparation of discounted cash flows requires assumptions for projections of cash flows for a specific period, typically for 5 years. A terminal growth rate is applied in determining the terminal value. • We considered the carrying value of goodwill as a key audit matter, considering its significance to the standalone financial statements, and where applicable, the Management judgement involved in estimating future cash flows, particularly with respect to factors such as discount rates, cash flow projections and terminal growth rates which are affected by future market and economic conditions and hence, are inherently uncertain.	Our Audit Procedures included, among others: • Evaluating the design and implementation of controls over management's impairment testing process • Assessing the appropriateness of the methodology used by management for impairment testing in accordance with Ind AS 36 • Understanding the cash flow projections and assumptions used in the DCF model, testing the mathematical accuracy and reviewing the report of the management expert • Involving valuation specialists to assess the appropriateness of the valuation model and key assumptions used by management • Performing sensitivity analyses to assess the potential impact of changes in key assumptions on the recoverable amounts • Considering the adequacy of disclosures in the Standalone Financial Statements regarding the assumptions and sensitivities in the goodwill impairment assessment
3.	**Impairment assessment of carrying value of investment in Salzer Kostad EV Chargers Private Limited.** The Company's Investment in Salzer Kostad EV Chargers Pvt. Ltd., a subsidiary of the Company, aggregates to Rs.83.00 Lakhs as at March 31, 2025. The Management has concluded that the entire investment is impaired on assessment of the investment for impairment in accordance with Ind AS 36. This area was considered a Key Audit Matter because the determination of recoverable amount involves significant management judgement, including assumptions about the subsidiary's future business prospects.	Our Audit Procedures included, among others: • Evaluating the management's identification of indicators of impairment and their rationale for conducting the impairment test • Reviewing historical forecasting accuracy and comparing actual performance against past projections • The impairment was triggered by a combination of factors, including project delays and the fact that the company has not commenced commercial operations. • Assessing the adequacy of disclosures made in the Standalone Financial Statements in accordance with Ind AS 36, including the assumptions used and sensitivity disclosures.

Other Information

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises of the information included in the Management Discussion and Analysis, Board's report including Annexure to Boards Report, Business Responsibility Report, Corporate Governance Shareholder's Information and other information included in the Annual Report but does not include the Standalone Ind AS Financial Statements and our Auditor's Report thereon.

Our opinion on the Standalone Ind AS Financial Statements does not cover the other information and we do not express any form of assurance and conclusion thereon.

In connection with our audit of the Standalone Ind AS Financial Statement, our responsibility is to read the other information Identified above when it becomes available and in doing so, consider whether the other information is materially inconsistent with the Standalone Ind AS Financial Statements or other information obtained during the course of our audit or otherwise appear 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 Ind AS Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Indian 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 Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error

In preparing the Standalone Ind AS Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Ind AS 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 Ind AS Financial Statements.

A further description of the auditor's responsibilities for the audit of the Standalone Ind AS Financial Statements is included in **Annexure "A"**. This description forms part of our Auditor's Report.

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 Companies Act, 2013, we give in the **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, based on our Audit, 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.
   c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Changes in Equity, and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   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 is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure C"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements Refer Note 44 to Standalone Financial Statements.

ii. The Company was not required to recognize a provision as at March 31, 2025 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Company did not have any derivative contracts as at March 31, 2025.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. a) The Management has represented that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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 or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

b) The Management has represented that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, 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 or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, 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 (a) and (b) above, contain any material misstatements

v. a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

b) 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 amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1st April, 2023

Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

Additionally, the audit trail, has been preserved by the Company as per the statutory requirements for record retention.

3) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

In Terms Of Our Report Of Even Date

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24,2025

S. ALAMELU
Partner
Memb. No. 223555

UDIN NO.: 25223555BMINWR9832

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON STANDALONE IND AS FINANCIAL STATEMENTS OF M/s. SALZER ELECTRONICS LTD.

AUDITOR'S RESPONSIBILITIES FOR AUDIT OF STANDALONE IND AS FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the Standalone Ind AS 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Ind AS 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 Ind AS Financial Statements, including the disclosures, and whether the standalone Ind AS 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 Ind AS Financial Statements of the current period 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.

In Terms Of Our Report Of Even Date

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24,2025

S. ALAMELU
Partner

UDIN NO.: 25223555BMINWR9832 Memb. No. 223555

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON STANDALONE IND AS FINANCIAL STATEMENTS OF M/s. SALZER ELECTRONICS LIMITED

(Referred to in paragraph 1 under 'Report on Other Legal & Regulatory Requirement' of our report of even date)

(i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:

a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment

(B) The Company has maintained proper records showing full particulars of intangible assets.

B. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification 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 immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of

ANNEXUR "B" (Contd.)

the lessee) disclosed in the standalone financial statements are held in the name of the Company.

D. According to the information and explanations given to us and on the basis of our examination of the records of our Company, the Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) or Intangible Assets or both during the year

e. According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder.

(Ii) (a) The inventory, except goods-in-transit has been physically verified by the management during the year. For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has made investments in subsidiaries and joint ventures during the year

(a) During the year the company has not provided any loans or advances in the nature of loans, or stood guarantee, or provided security to any other entity.

(b) In our opinion, the investments made during the year are, prima facie, not prejudicial to the Company's interest. The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

(Iv) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for the maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not 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 on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in: arrears as at 31 March 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 on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Sl. No.	Asst Year	Nature of Dues	Amount	Forum where the dispute is pending
1	-	Customs / Excise Duty Under Central Excise Act	₹ 40,54,921 (out of which ₹ 12,00,000 was paid under protest)	CESTAT
2	2017/18	Disputed Liability Against 143(3) order under Income Tax Act.	₹ 91,64,051 (out of which ₹ 18,38,763 was Deposited)	Commissioner of Income Tax (Appeal)

ANNEXUR "B" (Contd.)

Sl. No.	Asst Year	Nature of Dues	Amount	Forum where the dispute is pending
3	2018/19	Disputed Liability (Penalty) Against 270 (A) order under Income Tax Act.	₹ 54,95,512	Honorable ITAT Chennai has set aside the order under section 143 (3) to the file of the assessing officer and hence the penalty order becomes infructuous

(Viii) According to information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has utilized the money obtained by way of term loans during the year. for the purposes for which they were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used 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 any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act) and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) The Company has complied with the Provisions of Section 42 and 62 of the Companies Act, 2013 and SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 in respect of preferential issue of convertible share warrants to the bodies corporate forming part of the Promoters Group during the years. The funds raised out of preferential issue have been utilized for the purpose for the which the funds were raised. The Company has not issued any debentures during the year

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(Xii) According to information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company

(Xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit

(xv) In our opinion and According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(Xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) The Company does not have any ongoing projects as at the end of the previous financial year

In Terms Of Our Report Of Even Date

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24,2025

S. ALAMELU
Partner

UDIN NO.: 25223555BMINWR9832
Memb. No. 223555

ANNEXURE "C" - TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON STANDALONE IND AS FINANCIAL STATEMENTS OF M/s. SALZER ELECTRONICS LTD.

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' our Report of even date

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of SALZER ELECTRONICS LIMITED ("**the Company**") as of March 31, 2025 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI") These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating. Effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

ANNEXUR "C" (Contd.)

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India

In Terms Of Our Report Of Even Date

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24,2025

S. ALAMELU
Partner
Memb. No. 223555

UDIN NO.: 25223555BMINWR9832

STANDALONE BALANCE SHEET

AS AT MARCH 31, 2025

(₹ in Lakhs)

Particulars			Note No.	As at March 31, 2025	As at March 31, 2024
I.	**ASSETS**				
1	**Non-current Assets**				
(a)	Property, Plant and equipment		2	29,002.28	24,977.26
(b)	Capital Work in progress		3	262.04	239.75
(c)	Investment Property		4	0.77	0.77
(d)	Goodwill		5	93.42	135.25
(e)	Other Intangible Assets		6	391.97	285.41
(f)	Financial Assets i. Investments		7	1,779.11	1,759.42
	ii. Others		8	253.57	191.37
(g)	Other Non-Current Assets		9	815.23	530.23
	Total Non-Current Assets	**(1)**		**32,598.39**	**28,119.46**
2	**Current Assets**				
(a)	Inventories		10	36,399.86	28,962.09
(b)	Financial Assets				
	i. Investments		11	855.69	693.06
	ii. Trade Receivables		12	40,850.05	33,151.99
	iii. Cash and Cash Equivalents		13	164.94	132.03
	iv. Other Bank balances		14	365.82	276.76
	v. Loans		15	141.91	137.79
	vi. Others		16	231.92	297.68
(c)	Other Current Assets		17	4,899.56	5,241.12
	Total Current Assets	**(2)**		**83,909.75**	**68,892.52**
	TOTAL ASSETS	**(1+2)**		**1,16,508.14**	**97,011.98**
II.	**EQUITY AND LIABILITIES**				
1	**EQUITY**				
(a)	Equity Share Capital		18	1,768.27	1,738.27
(b)	Other Equity		19	51,259.79	44,868.41
	Total Equity	**(1)**		**53,028.06**	**46,606.68**
2	**LIABILITIES**				
(1)	**Non-current Liabilities**				
(a)	Financial Liabilities				
	i. Borrowings		20	2,231.51	1,298.75
	ii. Net Liability in Leased Assets		21	28.24	-
(b)	Provisions		22	1.77	85.86
(c)	Deferred tax liabilities (net)		23	2,699.49	2,458.10
Total Non-current Liabilities		**(2)**		**4,961.01**	**3,842.71**
(2)	**Current Liabilities**				
(a)	Financial Liabilities				
	i. Borrowings		24	39,555.97	29,488.18
	ii. Current Maturity Of Leased Liability		25	5.68	-
	iii. Trade Payables		26		
	a. Due to Micro Small & Medium Enterprises			1,895.62	1,244.33
	b. Due to Others			14,559.11	13,277.28
	iv. Others Financial Liabilities		27	92.71	124.09
(b)	Other Current Liabilities		28	1,267.20	1,165.62
(c)	Provisions		29	973.65	1,055.92
(d)	Current Tax Liabilities (Net)		30	169.13	207.17
Total current Liabilities		**(3)**		**58,519.07**	**46,562.59**
TOTAL EQUITY AND LIABILITIES		**(1+2+3)**		**1,16,508.14**	**97,011.98**

Material Accounting Policies - Note :1.The accompanying Notes are an integral part of the financial statements.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer (DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

STANDALONE STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED MARCH 31, 2025

(₹ in Lakhs)

Particulars		Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I.	**INCOME**			
	Revenue From Operations	31	1,38,292.59	1,13,557.55
	Other Income	32	542.52	156.53
	Total Income		**1,38,835.11**	**1,13,714.08**
II	**EXPENSES**			
	Cost of materials consumed	33	1,08,266.51	87,604.26
	Changes in inventories of finished goods and work-in-progress	34	-3,401.68	-735.24
	Consumption-Total		**1,04,864.83**	**86,869.02**
	Employee benefit expenses	35	5,389.38	4,229.11
	Finance Cost	36	4,079.67	3,367.26
	Depreciation and amortisation expenses	37	2,229.21	1,906.25
	Other expenses	38	15,544.90	11,439.35
	TOTAL EXPENSES		**1,32,107.99**	**1,07,810.99**
III	**PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX**		**6,727.12**	**5,903.09**
	Exceptional items	39	1,518.31	36.71
IV	**PROFIT BEFORE TAX**		**8,245.43**	**5,939.80**
	Tax Expense	40	2,019.60	1,621.16
V	**PROFIT AFTER TAX**		**6,225.83**	**4,318.64**
VI	**OTHER COMPREHENSIVE INCOME**			
	Items that will not be reclassified to profit or loss			
	a. Re-measurement of post employment benefit obligations		-52.70	-72.00
	b. Change in fair value of FVOCI equity instruments		47.09	177.42
	c. Income Tax expenses on above		16.61	-37.33
TOTAL OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX			**11.00**	**68.09**
	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**6,236.83**	**4,386.73**
	EARNINGS PER SHARE	41		
	- Basic after exceptional items		35.30	25.77
	- Diluted after exceptional items		35.21	24.42

Material Accounting Policies - Note :1. The accompanying Notes are an integral part of the financial statements

In Terms Of Our Report Of Even Date

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2025

(₹ in Lakhs)

Particulars		Year ended March 31, 2025	Year ended March 31, 2024
A.	**CASH FLOW FROM OPERATING ACTIVITIES: Profit/(Loss) after tax**	6,225.83	4,318.64
	Adjustments for: Tax expenses	2,019.60	1,621.16
	Depreciation and Amortisation	2,229.21	1,906.25
	Interest Income Bank Deposition	-29.45	-33.48
	Finance Costs	4,079.67	3,367.26
	Gain on Foreign Exchange Fluctuations (Net)	-287.77	-32.77
	Lease Rental Charges-Machinery	217.47	200.19
	Dividend Income against Other Investments	-53.38	-32.90
	Profit on Sale of Investments (Kaycee)	-1,601.31	-36.71
	Profit or Loss on Sale of Assets (Net)	247.76	-0.35
	Fair Valuation of Investments	47.09	177.42
	Impairment on Good will	41.82	55.46
	Impairment of Investments	83.00	-
	Non-operating Income	-171.91	-57.01
	Other Comprehensive Income	-52.70	-72.00
	Operating Profit before working capital changes	**12,994.93**	**11,381.15**
	Adjusted for working capital changes : Changes in Inventories	-7,437.77	-1,957.06
	Changes in Trade Receivables and Other Receivables	-7,636.40	-4,793.94
	Changes in Other Current Assets	341.55	-1,015.17
	Changes in Trade Payables and Other Payables	1,901.75	-831.01
	Changes in Other Current Liabilities	-64.78	437.28
	Cash Generated from Operations	99.28	3,221.25
	Direct Taxes Paid	-1,798.92	-1,216.75
	Net Cash Flow from Operating Activities	**-1,699.64**	**2,004.50**
B.	**CASH FLOW FROM INVESTING ACTIVITIES:** Investments in Fixed Assets	-6,864.73	-4,310.86
	Increase / Decrease in Capital Work in Progress	-22.29	-176.65
	Non-operating Income	171.91	57.01
	Proceeds from Sale of Investments	1,779.53	100.32
	Proceeds from Sale of Fixed Assets	256.19	3.13
	Investment in Mutual Funds and Equities (Net)	-162.63	-270.26
	Investment in Subsidiary / Associate	-17.67	-59.00
	Other Non-Current Investments	-263.94	-0.05
	Other Non-Current Assets-Advance given for Capital Expenses	-347.20	264.41
	Dividend Income	53.38	32.90
	Interest from Bank Deposits	29.45	33.48
	Increase in Other Bank Balances	-89.06	385.20
	Net Cash Used in Investing Activities	**-5,477.06**	**-3,940.37**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Proceeds from Short Term Borrowings	10,067.79	2,548.24
	Increase in Current Maturity of Leased Liabilities	5.67	-
	Money Received against share warrants - Net	-208.89	2,297.57
	Increase in Share Capital	30.00	-
	Increase in Share Premium	805.50	-
	Long term Borrowings - Receipts	932.75	520.69
	Increase in Net Liability in Leased Assets	28.24	-
	Interest and Finance Charges	-4,079.67	-3,367.26
	Gain on Foreign Exchange Fluctuations (Net)	287.77	32.77
	Lease Rental Charges-Machinery	-217.47	-200.19
	Dividend and Dividend Tax Paid	-442.08	-367.00
	Net Cash Generated from Financing Activities	**7,209.61**	**1,464.82**
	Net Increase in Cash and Cash Equivalents (A+B+C)	**32.91**	**-471.05**
	Cash and Bank balances at the Beginning of the Year	132.03	603.08
	Less: Bank Balances not considered as Cash and Cash equivalents	-	-
	Cash and Bank balances at the End of the Year	**164.94**	**132.03**

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in Accounting Standard (Ind As) 7- Statement of Cash Flows.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

D. RAJESHKUMAR
Joint Managing Director
& Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2025

A) EQUITY SHARE CAPITAL

Particulars	As at 31-03-2025	As at 31-03-2024
Balance at the Beginning of the Financial year	**1,738.27**	**1,618.27**
Changes in equity share capital during the year	**30.00**	**120.00**
Balance at the End of the Financial year	**1,768.27**	**1,738.27**

B) OTHER EQUITY

Particulars	Reservea and Surplus							Total Equity
	Share application money pending allotment	Money Received Against Share Warrants	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Other Items of Other Comprehensive Income	
Balance as at 31/03/2024	-	208.88	80.67	16,389.14	2,358.46	25,781.30	49.96	**44,868.41**
Profit for the year ended 31/03/2025	-	-	-	-	-	6,225.83	-	**6,225.83**
- Other Comprehensive income:	-	-	-	-	-	-	11.00	**11.00**
Transfer to other reserves (if any)	-	-	-	-	-	-	-	**-**
Appropriations (if any)	-	-	-	-	-	-	-	**-**
Options exercised, pending allotment of shares	-	626.62	-	-	-	-	-	**626.62**
Premium against the Allotment of shares	-	-835.50	-	805.50	-	-	-	**330.00**
Dividend paid	-	-	-	-	-	-442.07	-	**-442.07**
Balance as at 31/03/2025	-	**-**	**80.67**	**17,194.64**	**2,358.46**	**31,565.06**	**60.96**	**51,259.79**

The accompanying Notes are an integral part of the financial statements

In Terms Of Our Report Of Even Date

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2025

A) EQUITY SHARE CAPITAL

Particulars	As at 31-03-2024	As at 31-03-2023
Balance at the Beginning of the Financial year	**1,618.27**	**1,598.27**
Changes in equity share capital during the year	**120.00**	**20.00**
Balance at the End of the Financial year	**1,738.27**	**1,618.27**

B) OTHER EQUITY

Particulars	Reservea and Surplus							Total Equity
	Share application money pending allotment	Money Received Against Share Warrants	Capital Reserve	Securities Premium Reserve	Genneral Reserve	Retained Earnings	Other Items of Other Comprehensive Income	
Balance as at 31/03/2023	-	1,253.32	80.67	13,167.14	2,108.46	21,913.53	148.00	**38,671.12**
Profit for the year ended 31/03/2024	-	-	-	-	-	4,318.64	-	**4,318.64**
- Other Comprehensive income:	-	-	-	-	-	166.13	-98.04	**68.09**
Transfer to other reserves (if any)	-	-	-	-	250.00	-250.00	-	**-**
Appropriations (if any)	-	-	-	-	-	-	-	**-**
Options exercised, pending allotment of shares	-	2,297.57	-	-	-	-	-	**2,297.57**
Allotment of shares	-	-3,342.00	-	3,222.00	-	-	-	**-120.00**
Dividend paid	-	-	-	-	-	-367.00	-	**-367.00**
Balance as at 31/03/2024	-	**208.89**	**80.67**	**16,389.14**	**2,358.46**	**25,781.30**	**49.96**	**44,868.41**

The accompanying Notes are an integral part of the financial statements

In Terms Of Our Report Of Even Date

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
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Coimbatore – 47
May 24, 2025

STANDALONE NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2025

Material Accounting Policies

Note No. 1

i. Corporate Information:

Salzer Electronics Limited, incorporated in January 1985, for manufacture of Electrical Installation Products and Components viz., CAM Operated Rotary switches, Selector Switches, Wiring Ducts, Voltmeter Switches, copper wires and cables and allied products addressing customers in the electrical equipment, power, medical equipment, automotive as well as renewable and uninterrupted power system space, in a single and unified segment. The company is listed in Bombay Stock Exchange Limited and National Stock Exchange of India Limited .

ii. General Information and Statement of Compliance with Ind AS:

These standalone financial statements ('financial statements') of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Company has uniformly applied the accounting policies during the periods presented. .

These financial statements for the year ended March 31, 2025 were authorized and approved for issue by the Board of Directors on May 24, 2025

iii. Basis of Preparation:

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India.

The Financial Statements have been prepared and presented on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services as on the exchange date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on the basis stated above. In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 Inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

All amounts included in the financial statements are reported in lakhs of Indian rupees except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

iv. Use of Estimates:

The preparation of financial statements is in conformity with generally accepted accounting principles which require the management of the Company to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require material accounting estimates involving complex and subjective judgments and the use of assumptions in these Financial statements have been disclosed separately under the heading “material accounting judgements, estimates and assumption”.

v. Current versus non-current classification

The entity presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current, when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle
- It is held primarily for the purpose of trading
- It is expected to be realised within twelve months after the reporting period, or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current, when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The entity classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

vi. Foreign currency transactions

Functional and presentation currency

The financial statements are presented in Indian Rupee which is also the functional and presentation currency of the Company. All amounts have been rounded-off to the nearest rupee.

(a) Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

(b) Conversion

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or any other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

(c) Forward Contract

Premium/ Discount in respect of Forward Contract are amortized as expense/income over the period of contract. Exchange differences arising on forward contracts between the exchange rate on the date of transaction and the exchange rate prevailing at the year end is recognized in the Statement of Profit and Loss.

vii. Property, Plant and Equipment:

Property, plant and equipment are stated at cost net of historical Indirect Taxes, including appropriate direct and allocated expenses less accumulated depreciation and impairment losses, if any. Increase/Decrease in rupee liability in respect of foreign currency liability related to acquisition of fixed assets is recognised as expense or income in the Statement of Profit and Loss. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

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 with the effect of any changes in estimate accounted for on a prospective basis. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method.

Class of Assets	Useful Lives
Buildings	30 Years
Plant and Machinery	15 Years
Windmill	22 Years
Electrical Machinery solar	30 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years

An item of property ,plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit or loss.

ix. Investment property:

Investment property is a property, being a land or a building or part of a building or both, held by the owner or by the lessee under a finance lease, to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of business. Investment properties (if any), are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

x. Intangible assets and amortization:

An intangible asset is an identifiable non-monetary asset without physical substance.

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Computer software licenses are capitalised on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalised and amortised along with the related fixed asset.

The Company has used the following useful lives to amortise its intangible assets:

Class of Assets	Useful Lives
Computer software	3 Years
Internally Generated Intangible assets	3 Years

xi. Research and Development Expenditure:

Research & Development expenditure is charged to revenue under the natural heads of account in the year in which it is incurred. However, expenditure incurred at development phase, where it is reasonably certain that outcome of research will be commercially exploited to yield economic benefits to the Company, is considered as Property including Intangible Assets and amortized in accordance with the policies stated above.

xii. Impairment of Non Financial assets:

The Company periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognized.

xiii. Inventories:

Inventories are carried at lower of cost and net realizable value.

Cost includes all applicable costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost of raw materials including consumables and stores & spares are determined on FIFO (First In First Out) Basis.

Cost of work-in-progress is valued at cost of materials and labour together with relevant factory overheads. The cost of work-in progress is determined on the basis of weighted average method.

The finished goods are valued at cost inclusive of excise duty (or) net realizable value whichever is less.

xiv. Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments and equity instruments at fair value through profit or loss (FVTPL);
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortized cost:

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI:

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Debt instrument at FVTPL:

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Equity investments (other than investments in subsidiaries and joint ventures):

All equity investments within the scope of Ind AS 109,' Financial Instruments', are measured at fair value either through statement of profit and loss or other comprehensive income. The Company makes an irrevocable election to present in OCI the subsequent changes in the fair value on an instrument-by-instrument basis. The classification is made on initial recognition.

If the Company decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognized in the OCI. Any gains or losses on de-recognition is recognized in the OCI and are not recycled to the statement of profit or loss.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Investment in associates are accounted at cost in accordance with Ind AS 28.Investment in Subsidiaries are accounted at cost in accordance with Ind AS 27

De-recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily de-recognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has

assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

2. Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and transaction cost (if any) that is attributable to the acquisition of the financial liabilities is also adjusted.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

a. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are de-recognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

b. Trade and other payables

These amounts represent liabilities for goods or services provided to the Company which are unpaid at the end of the reporting period. Trade and other payables are presented as current liabilities when the payment is due within a period of 12 months from the end of the reporting period. For all trade and other payables classified as current, the carrying amounts approximate fair value due to the short maturity of these instruments. Other payables falling due after 12 months from the end of the reporting period are presented as non-current liabilities and are measured at amortized cost unless designated as fair value through profit and loss at the inception.

c. Other financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognized in the profit or loss.

De-recognition of Financial Liabilities:

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or Modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

3. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

4. Compound Financial Instruments:

A financial instrument that comprises of both the liability and equity components are accounted as compound financial instruments. The fair value of the liability component is separated from the compound instrument and is subsequently measured at amortized cost. The residual value is recognized as equity component of other financial instrument and is not re-measured after initial recognition.

The transaction costs related to compound instruments are allocated to the liability and equity components in the proportion to the allocation of gross proceeds. Transaction costs related to equity component is recognized directly in equity and the cost related to liability component is included in the carrying amount of the liability component and amortized using effective interest method.

xv. Impairment of Financial assets:

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

xvi. Fair value measurement:

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1:** Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or
- **Level 3:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

xvii. Revenue Recognition:

a. Revenue from sale of goods and services:

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers.

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer, which is mainly upon delivery, the amount of revenue can be measured reliably and the recovery of consideration is probable. Revenue from the sale of goods includes excise and other duties which the Company pays as a principal but excludes amounts collected on behalf of third parties, such as goods and service tax (GST) and value added tax, as applicable.

Export Benefits are recognized as revenue when the right to receive credit as per the terms of the entitlement is established in respect of exports made.

Revenue from services is recognised in the periods in which the services are rendered.

b. Revenue from Projects

Revenue from fixed Price Contracts, where the performance obligation is satisfied over the period of time and where there is no un-certainty as to measurement or collectability of consideration is recognized as per the percentage of completion method in accordance with the IND AS 115. Under the percentage of completion method, revenue is recognised in proportion that the contract costs incurred for work performed up to the reporting date bear to the estimated total contract costs. The amount recognised is net of goods and service tax (GST), service tax and other amounts collected from the customer in the capacity of an agent, as applicable. In cases where the total project cost is estimated to exceed the total estimated revenue from a project, the loss is recognised immediately.

Contract costs include the estimated material costs, installation costs and other directly attributable costs of the project.

Contract revenues represent the aggregate amounts of fair value of sale price for agreements entered into and are accrued based on the percentage that the actual construction costs incurred until the reporting date bears to the total estimated construction costs to completion.

The estimates for contract costs are reviewed by the management periodically and the cumulative effect of the changes in these estimates, if any, are recognized in the period in which these changes may be reliably measured.

c. Dividend:

Income from dividends are recognized when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

Final dividend on shares are recorded as a liability on the date of approval by the shareholders at the annual general meeting and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors

b. Interest Income:

Interest income, including income arising from other financial instruments, is recognised using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss. The expected cash flows are reassessed on a yearly basis and changes, if any, are accounted prospectively.

e. Other Operating Revenue:

Other Operating revenue comprises income from ancillary activities incidental to the operations of the company and are recognized when the right to receive the income is established as per the terms of the contract.

Xviii. Leases as a Lessee:

The Company assesses at contract inception, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

(I) the contract involves the use of an identified asset

(Ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(Iii) the Company has the right to direct the use of the asset.

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets.

a) Right-of-Use Assets:

The Company recognizes 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:

(I) The amount of lease liabilities recognized

(Ii) Initial Direct Costs incurred and

(Iii) Lease payment 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 underlying 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.

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

b) Lease Liabilities:

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include:

(I) Fixed Payments (including any in-substance fixed payments) less any lease incentives receivable,

(Ii) Variable lease payments that depend on an index or a rate,

(Iii) Amounts expected to be paid under residual value guarantees,

(Iv) The Exercise Price of a Purchase Option, if the Company is reasonably certain to exercise that option and

(V) Payment of Penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease

Variable lease payments that do not depend on an index or a rate are recognized as expenses 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 'the interest rate implicit in the lease', if that rate can be readily determined or, if that rate cannot be readily determined, the lessee's incremental borrowing rate.

After the commencement date, the amount of lease liabilities is increased to reflect the interest on lease liabilities and reduced to reflect 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 or a change in the assessment of an option to purchase the underlying asset.

C) Short-term Leases and Leases of Low-Value Assets:

The Company applies the exemption applicable to Short-term Leases (i.e. Leases that, at the commencement date, have a lease term of 12 months or less without a purchase option) and to Leases of Low-Value Assets. Lease Payments on Short-term Leases and Leases of Low-Value Assets are recognized as an expense on a straight-line basis over the lease term.

Leases as a Lessor:

The Company classifies each of its leases as either an operating lease or a finance Lease.

A) Finance Lease:

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

At the Commencement Date, the Company recognizes assets held under a finance lease as a Receivable at an amount equal to the 'Net Investment in the Lease'.

The Company recognizes finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the Company's 'Net Investment in the Lease'.

B) Operating Lease:

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

The Company recognizes lease payments from operating leases as income on a straight-line basis over the lease term. .

xix. Employee benefits

1. Short Term and other long term employee benefits:

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

Compensated leave absences are encashed by employees at year end and no carry forward of leave is permitted as per the leave policy.

2. Post-Employment Benefits

a. Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund and Superannuation Fund. The Company's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

b. Defined Benefit Plans

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognized in OCI in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment.

xx. Share Based Payments Arrangements

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

xxi. Borrowing costs:

Borrowing costs directly attributable to acquisition/ construction of qualifying assets are capitalized until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use/ sale. All other borrowing costs are charged to statement of profit and loss.

xxii. Provisions:

A provision is recognized when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provision for warranty:

Provision for expected cost of warranty obligations are recognized based on management's best estimate of the expenditure required to settle the obligations which takes into account the empirical data on the nature, frequency and average cost of warranty claims and regarding possible future incidents.

Xxiii.Contingent liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent Assets are not recognized but are disclosed when the inflow of economic benefits are probable.

Xxiv.Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares (if any) are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and consolidation of shares if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Xxv.Taxes on Income:

Tax expense comprises of current and deferred tax.

a. 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. Current income tax relating to items recognized directly in equity is recognized in other comprehensive income / equity and not in the statement of profit and loss. 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.

b. Deferred tax

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

xxvi.Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Xxvii.Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Executive Officer (CEO), who is the Chief Operating Decision Maker (CODM), to make decisions about resources to be allocated to the segments and assess their performance. Information reported to the CODM for the purpose of resource allocation and assessment of segment performance focuses on the type of goods or services delivered or provided.

The Company is primarily engaged in manufacturing of wide range of electrical installation products including devices for energy efficiencies services which all fall under One segment by name Electrical Installation Products for any reporting requirements.

Material accounting judgments, estimates and assumptions:

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgments, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgments that the management has made in the process of applying the Company's accounting policies:

a) Recognition of deferred tax assets:

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

b) Revenue recognition, contract costs:

The Company uses the percentage of completion method for recognition of revenue, accounting for unbilled revenue and contract cost thereon for its contractual projects. The percentage of completion is measured by reference to the stage of the projects and contracts determined based on the proportion of contract costs incurred for work performed to date bear to the estimated total contract costs. Use of the percentage-of-completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Significant assumptions are required in determining the stage of completion, the extent of the contract cost incurred to the estimated total contract revenue and contract cost and the recoverability of the contracts. These estimates are based on events existing at the end of each reporting date.

c) Provision and contingent liability:

On an ongoing basis, the Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements.

d) Useful lives of depreciable assets:

Management reviews the useful lives of depreciable assets at each reporting as at March 31, 2025 management assessed that the useful lives represent the expected utility of the assets to the Company. Further, there is no significant change in the useful lives as compared to previous year.

e) Evaluation of indicators for impairment of assets:

The evaluation of applicable indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

f) Defined benefit obligation:

Management's estimate of the Defined Benefit obligation is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the obligation amount and the annual defined benefit expenses.

g) Fair value measurements:

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

Note No. 2 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Particulars	Right of use Assests	OWNED ASSESTS							Total
	Leasehold Buildings	Freehold Land	Building	Plant & Equipment	Furniture & Fixtures	Electrical Machinery Solar	Vehicles	Windmill	
Deemed Cost									
As at March 31, 2024	**-**	**2,973.36**	**3,852.89**	**27,444.16**	**979.88**	**401.93**	**129.12**	**145.62**	**35,926.96**
Additions	38.85	225.28	221.49	5,796.31	297.01	0.59	74.81	11.07	6,665.41
Disposal	-	-	-	966.15	-	-	22.50	-	988.65
As at March 31, 2025	**38.85**	**3,198.64**	**4,074.37**	**32,274.32**	**1,276.89**	**402.52**	**181.43**	**156.69**	**41,603.72**
Accumulated Depreciation									
As at March 31, 2024	**-**	**-**	**845.87**	**9,374.34**	**463.26**	**120.13**	**82.12**	**63.98**	**10,949.70**
Additions	6.94	-	126.85	1,841.24	118.12	20.75	13.98	7.68	2,135.56
Disposal	-	-	-	461.68	-	-	22.14	-	483.82
As at March 31, 2025	**6.94**	**-**	**972.72**	**10,753.90**	**581.38**	**140.88**	**73.96**	**71.66**	**12,601.44**
Net Carrying amount									
As at March 31, 2024	-	2,973.36	3,007.02	18,069.82	516.62	281.80	47.00	81.64	24,977.26
As at March 31, 2025	**31.91**	**3,198.64**	**3,101.66**	**21,520.42**	**695.51**	**261.64**	**107.47**	**85.03**	**29,002.28**

Details of properties pledged as security - Refer Note No. 20

The Title Deeds of the Immovable Properties not held in the name of the Company : NIL

Note No. 3 CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	**As at March 31, 2025**	**As at March 31, 2024**
Capital Work in Progress	262.04	239.75
Total	**262.04**	**239.75**

Capital-Work-in Progress (CWIP) as on 31.03.2025

(₹ in Lakhs)

CWIP	AMOUNT IN C.W.I.P AS ON 31.03.2025				TOTAL
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	262.04	-	-	-	262.04
Previous Year	239.75	-	-	-	239.75
Projects temporarily suspended	-	-	-	-	-

Capital-Work-in Progress (CWIP) as on 31.03.2024

(₹ in Lakhs)

CWIP	AMOUNT IN C.W.I.P AS ON 31.03.2024				TOTAL
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	239.75	-	-	-	239.75
Previous Year	63.10	-	-	-	63.10
Projects temporarily suspended	-	-	-	-	-

Note No. 4 INVESTMENT PROPERTY

(₹ in Lakhs)

Particulars	**As at March 31, 2025**	**As at March 31, 2024**
Freehold Land	0.77	0.77
Total	**0.77**	**0.77**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 5 GOOD WILL

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Gross Carrying Amount		
Opening Balance	135.24	190.72
Additions	-	-
Impairment during the Year	41.82	55.47
Disposal	-	-
Closing Balance	93.42	135.25
Net Carrying Amount	**93.42**	**135.25**

Note No. 6 OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Design	Total
Deemed Cost			
As at March 31, 2024	509.11	90.00	599.11
Additions	115.20	85.00	200.20
Disposal	-	-	-
As at March 31, 2025	**624.31**	**175.00**	**799.31**
Accumulated Amortisation			
As at March 31, 2024	311.91	1.78	313.69
Additions	45.70	47.95	93.65
Disposal	-	-	-
As at March 31, 2025	**357.61**	**49.73**	**407.34**
Net Carrying amount			
As at March 31, 2024	197.19	88.22	285.41
As at March 31, 2025	**266.70**	**125.27**	**391.97**

Note No. 7 NON-CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	Entity Type	As at March 31, 2025		As at March 31, 2024	
INVESTMENTS IN EQUITY INSTRUMENTS		**No.**	**Amount**	**No.**	**Amount**
A) Measured at Fair value through Other Comprehensive Income **Quoted equity shares, fully paid up.** Bank of India. (Equity Shares of ₹ 10/- each) (31.03.2025 - Rs.107.10 /- 31.03.2024 - Rs.137 /-)	-	2300	2.46	2300	3.15
B) Measured at Cost **(I) Quoted equity shares, fully paid up-#** Kaycee Industries Ltd. 10/-each (31.03.2025 - Rs. 1058.40/- As at 31.03.2024 - Rs.16637.50/- 100/- each)	Subsidiary	22,82,014	1,451.19	46,658	1,628.83
Total			**1,453.65**		**1,631.98**
(II) Un Quoted equity shares, fully paid up					
(a) Salzer Technologies Ltd. (Face Value of ₹ 10/- each)	-	83,250	8.33	83,250	8.33
(b) Jayachandar Windfarm Pvt Ltd, (Face Value of ₹ 10/- each)	-	2,830	0.28	8,710	0.87
(c) Salzer EV Infra Pvt Ltd (Face Value of ₹ 10/- each) *	WOS*	5,29,100	52.91	3,82,499	38.24
(d) Amplus Iru Private Limited (Face Value of Rs.10/-each)	-	26,39,400	263.94	-	-
(e) Salzer Kostad EV Charges P Ltd, (Face Value of ₹ 10/- each)	Subsidiary	8,30,000	83.00	8,00,000	80.00
LESS:Impairment on Investment on Salzer Kostad EV.Charges Pvt. Ltd.		-8,30,000	(83.00)	-	-
Total			**325.46**		**127.44**
GRAND TOTAL			**1,779.11**		**1,759.42**

* Wholly owned Subsidiary

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
	Amount	**Amount**
Aggregate value of quoted investments	1,453.65	1,631.98
Market value of quoted investments	24,155.30	7,765.88
Aggregate value of unquoted investments	325.46	127.44

#-"As of the record date, July 6, 2024, Kaycee Industries Limited announced a stock split of its equity shares at a 10:1 ratio, followed by a bonus issue at a 4:1 ratio. As a result of these corporate actions on same date, the face value of the shares has been adjusted to ₹ 10 per share, and the total shareholding has increased from 46,658 shares to 23,32,900 shares, reflecting an overall adjustment ratio of 50:1."

Note No. 8 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Financial Assets at amortized cost		
Security Deposits	253.57	191.37
Total	**253.57**	**191.37**

Note No. 9 OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance for capital expenses	814.50	529.50
Other Deposits	0.73	0.73
Total	**815.23**	**530.23**

Note No. 10 INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw Material	16,022.90	12,151.56
Packing Materials	404.30	310.79
Stock in Trade	238.79	157.74
Work in progress	15,286.86	11,939.08
Finished Goods	4,142.51	4,309.50
GOODS IN TRANSIT		
Raw Material	43.62	53.43
Finished Goods	260.88	39.99
Total	**36,399.86**	**28,962.09**

Details of Inventory Hypothecated as security – Refer Note No. 24
Method of valuation - Refer Note No. 1-xiii

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 11 CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No.	Amount	No.	Amount
INVESTMENTS				
Measured at Fair value through Other Comprehensive Income				
In Mutual Funds				
Aditya Birla Frontline Equity Fund Growth	10,680	52.17	9,466	42.85
Aditya Birla Sun Life Flexi Cap Fund - Growth	2,817	46.54	2,456	36.71
Aditya Birla Sun Life Flexi Cap Fund -Idcw Payout	13,541	20.51	13,541	19.92
Bandhan Sterling Value Fund - Systm Trans -Growth	23,271	32.13	18,336	24.20
Bandhan Sterling Value Fund Idcw Growth - Systm Transactions	71,464	26.32	71,464	27.06
Bandhan Sterling Value Fund- Lump Sum - Growth	3,569	4.93	3,569	4.71
Hdfc Top 100 Fund Growth	4,692	50.57	3,869	39.73
Hdfc Top 100 Fund Regular Plan Growth -Lump Sum	697	7.51	697	7.16
ICICI Prudential Discovery Fund Growth	7,583	33.14	5,696	22.47
ICICI Prudential Flexicap Fund - Growth	2,99,116	50.22	2,51,456	40.58
ICICI Prudential Midcap Fund - Growth	20,605	53.40	17,419	41.87
Kotak Emerging Equity Fund Regular Plan Growth	8,887	10.50	8,887	9.11
Kotak Emerging Equity Fund Regular Plan Growth - System Trans	39,480	46.65	29,801	30.54
Kotak Flexicap Fund - Idcw - Regular Plan-Lump Sum	6,123	4.73	6,123	4.37
Kotak Flexicap Fund - Idcw - Regular Plan-Lump Sum	2,128	0.99	2,128	0.92
Kotak Flexicap Fund - Idcw - Regular Plan-Sysm	61,710	28.83	61,710	26.62
Kotak Flexicap Fund Regular Growth-Sysm Transactions	53,106	41.09	45,469	32.48
Nippon India Large Cap Fund	87,373	22.31	87,373	21.92
Nippon India Large Cap Fund Growth	53,470	44.63	47,027	36.77
Nippon India Multi Cap Fund - Growth	21,351	57.49	17,446	42.67
Pgim India Flexi Cap Fund Regular Plan Growth	1,33,142	44.36	1,10,614	34.54
State Bank Of India Mutual Fund	61,288	54.90	61,288	50.58
State Bank Of India Flexicap Fund - Regular Plan Growth	45,041	45.58	37,250	35.93
State Bank Of India Magnum Midcap Fund Growth	13,958	30.60	12,375	24.99
Sundaram Mid Cap Fund Regular Growth	3,691	45.59	3,127	34.36
Total		**855.69**		**693.06**

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Aggregate value of investments	855.69	693.06
Market value of investments	855.69	693.06

Note No. 12 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good - #	40,913.09	33,165.82
Doubtful	125.29	43.04
Sub Total	**41,038.38**	**33,208.86**
Less: Allowance for expected credit losses (Refer Note No. 48)	188.33	56.87
Total	**40,850.05**	**33,151.99**

Non-Trade Receivables have been grouped .

Trade Receivables ageing schedule for the year ended as on 31.03.2025

(₹ in Lakhs)

Particulars	NOT DUE	Outstanding for following periods from due date of payments					TOTAL
		Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade receivables-considered good	33,879.04	3,645.39	1,579.54	810.62	906.61	91.89	40,913.09
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-	-
Disputed trade receivables-considered doubtfull	-	-	-	63.11	28.81	33.37	125.29
TOTAL	**33,879.04**	**3,645.39**	**1,579.54**	**873.73**	**935.42**	**125.26**	**41,038.38**

Trade Receivables ageing schedule for the year ended as on 31.03.2024

(₹ in Lakhs)

Particulars	NOT DUE	Outstanding for following periods from due date of payments					TOTAL
		Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade receivables-considered good	27,015.03	2,744.67	2,448.60	736.82	155.88	64.82	33,165.82
Undisputed trade receivables-considered doubtful	-	-	-	-	-	-	-
Disputed trade receivables-considered good	-	-	-	-	-	-	-
Disputed trade receivables-considered doubtfull	-	-	-	33.11	2.27	7.66	43.04
TOTAL	**27,015.03**	**2,744.67**	**2,448.60**	**769.93**	**158.15**	**72.48**	**33,208.86**

Note No. 13 CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
- In Current Accounts	50.11	48.78
Deposits(with original maturity of 3 months or less)	105.03	72.11
Cash on hand	9.80	11.14
Total	**164.94**	**132.03**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 14 OTHER BANK BALANCES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
Earmarked Balances		
- In Unpaid Dividend Accounts	19.99	19.12
- In Margin money and Bank Guarantee	53.85	51.00
Others		
- Deposit (with original maturity of more than 3 months)	291.98	206.64
Total	**365.82**	**276.76**

Note No. 15 LOANS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans and Advances - Others	141.91	137.79
Total	**141.91**	**137.79**

Note No. 16 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Financial Assets at amortized cost		
Security Deposits	184.86	255.50
Windmill Income receivable	0.17	0.05
Energy Saver Deposit Receivable	46.89	42.13
Total	**231.92**	**297.68**

Note No. 17 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
(a) Advances other than capital advances		
Advances to Suppliers	1,743.31	2,954.25
(b) Others		
Prepaid expenses	189.35	147.94
Balances with statutory / government authorities	2,885.65	2,060.99
Other Receivables	81.25	77.94
Total	**4,899.56**	**5.241.12**

Note No. 18 EQUITY SHARE CAPITAL

Authorized Share Capital

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
1,90,00,000 equity shares of ₹ 10/- each	1,90,00,000	1900.00	1,90,00,000	1900.00
10,00,000 non-cumulative convertible preference shares of ₹ 10/- each	10,00,000	100.00	10,00,000	100.00
Total	**2,00,00,000**	**2000.00**	**2,00,00,000**	**2000.00**
Issued and Subscribed Capital				
Equity Share Capital	1,76,82,737	1,768.27	1,73,82,737	1,738.27
Total	**1,76,82,737**	**1,768.27**	**1,73,82,737**	**1,738.27**

a. Reconciliation of shares outstanding at the beginning and at the end of the period

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Shares at the beginning of the period	1,73,82,737	1,738.27	1,61,82,737	1,618.27
Add: Shares issued during the period	3,00,000	30.00	12,00,000	120.00
Less: Shares bought Back	-	-	-	-
Outstanding at the end of the period	**1,76,82,737**	**1,768.27**	**1,73,82,737**	**1,738.27**

(₹ in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period error	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the current year	Balance at the end of the current reporting period
1,738.27	-	-	30.00	1,768.27

b. Terms/ Rights attached to the Equity Shares

- The company has issued only one class of Equity share having a par value of Rs. 10 per share. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held. Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote
- There are no restrictions attached to the equity shares except 12,00,000 equity shares, allotted to the Promoters over the past two years upon conversion of warrants, have been subjected to lock-in in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018

c. Shareholders holding more than 5% shares

Particulars	Class of Shares	As at March 31, 2025		As at March 31, 2024	
		No. of Shares	%	No. of Shares	%
Quebec Information Services India Limited	Equity	11,06,847	6.26%	11,06,847	6.37%
Saradha Investments Limited	Equity	9,01,470	5.10%	9,01,470	5.19%

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

D) Shares held by Promoters at the end of the year 31-03-2025

Particulars	Class of Shares	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	
R. DORAISWAMY	Equity	3,16,619	1.79%	3,15,139	1.81%	-0.02%
D. RAJESH KUMAR	Equity	2,62,420	1.48%	2,62,420	1.51%	-0.03%
THILAGAM RAJESH KUMAR	Equity	4,86,044	2.75%	4,86,044	2.80%	-0.05%
VISHNU RANGASWAMY	Equity	8,09,740	4.58%	8,09,740	4.66%	-0.08%
RAMASWAMY PAPPAMMAL	Equity	32,622	0.18%	59,922	0.34%	-0.16%
SAMHITA RAJESH	Equity	39,300	0.22%	25,800	0.15%	0.07%
HARSHINI RAJESH	Equity	13,800	0.08%	-	-	0.08%
SARADHA INVESTMENTS LTD	Equity	9,01,470	5.10%	9,01,470	5.19%	-0.09%
SRVE INDUSTRIES LIMITED	Equity	8,21,733	4.65%	8,21,733	4.73%	-0.08%
QUEBEC INFORMATION SERVICES I LTD	Equity	11,06,847	6.26%	11,06,847	6.37%	-0.11%
K R HEALTH CARE PRIVATE LTD	Equity	5,04,987	2.86%	5,04,987	2.91%	-0.05%
SALZER EXPORTS LTD	Equity	7,35,682	4.16%	7,85,682	4.52%	-0.36%
SALZER SECURITIES HOLDINGS LTD	Equity	1,07,007	0.61%	1,07,007	0.62%	-0.01%
SALZER SPINNERS LTD	Equity	5,00,000	2.83%	3,00,000	1.73%	1.10%
SALZER MAGNET WIRES LTD	Equity	-	-	-	-	–
TOTAL		**66,38,271**	**37.54%**	**64,86,791**	**37.32%**	**0.22%**

F) Shares held by Promoters at the end of the year 31-03-2024

Particulars	Class of Shares	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	
R. DORAISWAMY	Equity	3,15,139	1.81%	3,19,139	1.97%	-0.02%
D. RAJESH KUMAR	Equity	2,62,420	1.51%	2,62,420	1.62%	-0.02%
THILAGAM RAJESH KUMAR	Equity	4,86,044	2.80%	4,86,044	3.00%	-0.04%
VISHNU RANGASWAMY	Equity	8,09,740	4.66%	7,83,289	4.84%	-0.06%
R. PAPPAMMAL	Equity	59,922	0.34%	59,922	0.37%	-
SAMHITA RAJESH	Equity	25,800	0.15%	25,800	0.16%	-
SARADHA INVESTMENTS LTD	Equity	9,01,470	5.19%	8,01,472	4.95%	-0.06%
SRVE INDUSTRIES LIMITED	Equity	8,21,733	4.73%	8,21,733	5.08%	0.56%
QUEBEC INFORMATION SERVICES I LTD	Equity	11,06,847	6.37%	7,06,847	4.37%	-0.05%
K R HEALTH CARE PRIVATE LTD	Equity	5,04,987	2.91%	5,04,987	3.12%	0.59%
SALZER EXPORTS LTD	Equity	7,85,682	4.52%	3,84,761	2.38%	-0.03%
SALZER SECURITIES HOLDINGS LTD	Equity	1,07,007	0.62%	1,07,007	0.66%	-0.01%
SALZER MAGNET WIRES LTD	Equity	-	-	1,05,254	0.65%	-0.01%
SALZER SPINNERS LTD	Equity	3,00,000	1.73%	-	-	1.73%
TOTAL		**64,86,791**	**37.32%**	**53,68,675**	**33.18%**	**4.14%**

g) Information regarding issue of shares in the last five years

- On December 13,2022, the Company had allotted 17,00,000 shares warrants convertible into equity shares over the period of 18 months on a preferential basis to the Promoters Bodies Corporate at an issue price of Rs.278.50/- per warrant. As of March 31,2025, entire 17,00,000 warrants have been converted into equity
- The Company has not issued any bonus shares or undertaken any Buy Back of shares

h) Details of Shares held by Holding Company :

There are no Shares held by Holding Company / Subsidiaries of ultimate Holding Company as on 31st March 2025.

Note No. 19 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Money received against share warrants	-	208.88
Capital Reserve	80.67	80.67
Securities Premium	17,194.64	16,389.14
General Reserve	2,358.46	2,358.46
Retained Earnings	31,565.06	25,781.30
Other Comprehensive Income	60.96	49.96
Total	**51,259.79**	**44,868.41**

Note No. 20 BORROWINGS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Term Loans		
Secured		
a. From Banks		
i) HDFC Bank		
Term Loan - 1	579.42	15.00
Term Loan - 2	1,454.35	863.31
ii) Union Bank of India		
Term Loan	-	420.44
iii) Axis Bank		
Term Loan	197.74	-
Total	**2,231.51**	**1,298.75**

Notes

1. Details of securities in respect of two Term Loan facilities from HDFC: Hypothecation of assets purchased under respective Term Loans and Equitable mortgage of (a) Factory Land & Building situated at Chinnamadampalayam measuring 2.82 acres bearing SF NO 539 & 533/1 Billichi Village, Coimbatore, (b) Industrial Land measuring 3.25 acres located at SF NO 754/2 , Keeranatham Village, Coimbatore (c) Guest House property at TS No 1/317/3, Ward No 4, Flat No 203, Vilvam Residency, Door No 48, West Club Road, Coimbatore (d) Commercial la nd measuring 4 acres in SF No 412, Pannikampatti Village, Periyanaickenpalayam, sub Regn Dist., Coimbatore (e) 4.33 acres of Non-agricultural Land standing in the name of the company located at SF No 53/1/C, Billichi, Coimbatore and (f) personal guarantee of Mr. D Rajesh Kumar
2. Details of securities in respect of Term facility from Axis Bank Ltd - : Hypothecation of assets purchased under respective Term Loans and Equitable mortgage of Land & Building of Unit IV situated at Bilichi Village- (a) 3.95 Acres at SF No. 863, (b) 2.58 Acres at SF No. 882/3 (c)0.67 Acres at SF No. 865 - totalling 7.20 Acres of Land and Personal Guarantee of Mr. R. Doraiswamy, Managing Director and Mr. D Rajesh Kumar, Joint Managing Director & CFO
3. Terms of Repayments. a) HDFC. Phase -1 Term Loan Repayable within-40 EMI of Rs.20,69,354/- b) Phase -2-Term Loan repayable within 74 EMI of Rs.25,69,271/- and 1 EMI of Rs.57,377/- c) Axis Bank:-Term Loan Repayable within 12 EMI of Rs.21,84,929/- and 6 EMI of Rs.32,95,687/-
4. In March 2025, The outstanding Term Loan of Union Bank of India was taken over by Axis Bank Ltd.

Note No. 21 NET LIABILITY IN LEASED ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Net Liability in Leased Assets	28.24	-
Total	**28.24**	**-**

Note No. 22 PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Liability towards LIC Group Gratuity Scheme	1.77	85.86
Total	**1.77**	**85.86**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 23 DEFERRED TAX LIABILITES (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax liability		
- On Fixed Assets	3,347.74	3,182.82
- On Revenue Recognition	76.24	76.24
- On Employee Benefit Expenses	39.28	39.28
- On MSME Dues	93.09	-
Less: Deferred tax Asset		
- On Fixed Assets	660.80	660.80
- On Revenue Recognition	33.72	30.37
- On Employee Benefit Expenses	69.25	55.98
- On MSME Dues	93.09	93.09
Total	**2,699.49**	**2,458.10**

Note No. 24 BORROWINGS (CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured		
A) Secured Loan from Banks		
i) Canara Bank		
Cash Credit: Secured by: Hypothecation of Inventories and Book Debts of Unit-I	2,610.21	2,835.54
ii. HDFC Bank		
Cash Credit: Secured by: Hypothecation of Inventories and Book Debts of Unit-II	7.009.24	2,579.45
Pre-shipment Loan: Secured by: Hypothecation of Inventories and Book Debts of Unit-II	7,993.49	6,604.44
iii. HDFC Bank		
Cash Credit: Secured by: Hypothecation of Inventories and Book Debts of Unit-III	685.69	654.95
iv) Union Bank of India		
Cash Credit: Secured by: Hypothecation of Inventories and Book Debts of Unit-IV	749.13	6,121.71
WCDL: Secured by: Hypothecation of Inventories and Book Debts of Unit-IV	-	750.00
V) Axis Bank		
Cash Credit: Secured by: Hypothecation of Inventories and Book Debts of Unit-IV	5,454.13	-
Vi) IDFC Bank		
WCDL: Secured by: Hypothecation of Inventories and Book Debts of Unit-V	7,285.09	6,937.92
Sub Total	**31,786.98**	**26,484.01**
B) Unsecured Loan From Banks		
Loans repayable on demand HDFC	2,560.99	2,500.00
Loans repayable on demand Loan from ICICI Bank	4,250.00	-
Sub Total	**6,810.99**	**2,500.00**
C) Current Maturities of Long Term Borrowings	958.00	504.17
Total	**39,555.97**	**29,488.18**

Note No. 25 CURRENT MATURITY OF LEASED LIABILITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
	Current	Current
Current Maturities of Leased Liability	5.68	-
Total	**5.68**	**-**

Note No. 26 TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
	Current	Current
Trade payable - Micro and small enterprises	1,895.62	1,244.33
Trade payable - Other than Micro and small enterprises	14,559.11	13,277.28
Total	**16,454.73**	**14,521.61**

There are no interest amounts paid / payable to Micro, Small and Medium Enterprises. The information in relation to dues to Micro Enterprises and Small Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company, which has been relied upon by the auditors.

Trade Payable Ageing schedule as at March 31, 2025

Particulars	Not Due	Outstanding for following periods from due date of payments				TOTAL
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	1,895.62	-	-	-	-	1,895.62
Others	11,993.71	2,565.40	-	-	-	14,559.11
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
TOTAL	**13,889.33**	**2,565.40**	**-**	-	-	**16,454.73**

Trade Payable Ageing schedule as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of payments				TOTAL
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	874.53	369.80	-	-	-	1,244.33
Others	6,271.79	7,005,49	-	-	-	13,277.28
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
TOTAL	**7,146.32**	**7,375.29**	-	-	-	**14,521.61**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 27 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest accrued and due on borrowings	72.72	104.97
Unclaimed dividends	19.99	19.12
Total	**92.71**	**124.09**

Note No. 28 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory Dues	183.27	571.02
Advance from Customers	252.78	98.20
Creditors for capital goods	831.15	496.40
Total	**1,267.20**	**1,165.62**

Note No. 29 PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Warranty	255.59	252.87
Interest on MSME Provision	-	6.93
Provision for expenses	718.06	796.12
Total	**973.65**	**1,055.92**

The Company gives warranties for its products undertaking to repair or replace the items that fail to perform satisfactorily during the warranty period. The provision for warranty claims represents the present value of the Management's best estimate of the future outflow of economic benefits that will be required under the Company's obligations for warranties under sale of goods legislations. The estimate has been made on the basis of historical warranty trends and may vary as a result of new materials, altered manufacturing processes or other events affecting product quality

Note No. 30 CURRENT TAX LIABILITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current tax Liability - [Net of Advance Tax IT]	169.13	207.17
Total	**169.13**	**207.17**

Note No. 31 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) Sale of products (excluding GST)		
Sales - Domestics	1,14,189.02	94,104.42
Sales - Exports	21,799.78	16,883.23
Sales - Scrap	1,390.73	2,016.60
Sub Total	**1,37,379.53**	**1,13,004.25**
(B) Sale of Services		
Income by Energy Saver	75.43	-
Technical Services	213.18	147.43
Income by EESL Project	-	1.31
Engineering Services for Mfg Products (Exports Services)	125.70	31.51
Sub Total	**414.31**	**180.25**
Gross Revenue from Sale of Products and Services	**1,37,793.84**	**1,13,184.50**
(c) Other operating revenue		
Conversion Charges Received	0.16	7.70
Income by Power Generation	57.48	63.42
Duty Drawback Income	280.05	191.62
RODTEP (Remission of Duties and Taxes on Export Products.)	161.06	110.31
Sub Total	**498.75**	**373.05**
TOTAL	**1,38,292.59**	**1,13,557.55**

Note No. 32 OTHER INCOME

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest from Bank Deposits	29.45	33.49
Foreign Exchange Rate Differences	287.77	32.77
Dividend received against investments	6.72	4.78
Dividend received against Investments from Subsidiaries (Kaycee)	46.66	28.13
Insurance Claim Received	103.42	19.03
Profit on Sale of Assets	-	0.35
Rental Income Received	6.06	5.10
Lease Rental Income From Machinery	-	28.00
Other Non-operating income (net of expenses)	62.44	4.88
TOTAL	**542.52**	**156.53**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 33 COST OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw Materials Consumption		
Opening Stock	12,204.99	11,058.65
Add: Purchases	1,03,815.49	82,098.23
Less: Closing Stock	16,066.52	12,204.99
Sub Total	**99,953.96**	**80,951.89**
Trading Materials Consumption		
Opening Stock	157.75	165.72
Add: Purchases	6,053.42	4,600.59
Less: Closing Stock	238.79	157.75
Sub Total	**5,972.38**	**4,608.56**
Packing Materials Consumption		
Opening Stock	310.79	227.33
Add: Purchases	2,433.68	2,127.27
Less: Closing Stock	404.30	310.79
Sub Total	**2,340.17**	**2,043.81**
TOTAL	**1,08,266.51**	**87,604.26**

Note No. 34 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Stock		
Work-in-progress	11,939.08	11,656.86
Finished Goods	4,349.49	3,896.48
Sub Total	**16,288.57**	**15,553.34**
Less: Closing Stock		
Work-in-progress	15,286.86	11,939.09
Finished Goods	4,403.39	4,349.49
Sub Total	**19,690.25**	**16,288.58**
Net (increase)/decrease in inventory	**-3,401.68**	**-735.24**

Note No. 35 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries and Wages including Bonus	4,742.77	3,637.65
Contribution to Provident and other funds	228.44	184.47
Workmen and Staff Welfare Expenses	340.35	335.92
Gratuity	77.82	71.07
TOTAL	**5,389.38**	**4,229.11**

Note No. 36 FINANCE COSTS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
a. Interest on Term Loan	190.23	185.85
b. Interest on Working Capital Loan	2,710.92	2,172.04
c. Other Borrowing cost	1,175.20	1,009.37
d. Interest Expenses on Lease Liability	3.32	-
TOTAL	**4,079.67**	**3,367.26**

Note No. 37 DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) Depreciation on Property, Plant and Equipment	2,135.56	1,862.01
(b) Amortisation on Other Intangible Assets	93.65	44.24
TOTAL	**2,229.21**	**1,906.25**

Note No. 38 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Consumptions of Store and Spares	538.96	410.13
Freight and Forwarding Charges	2,542.62	1,539.90
Power and Fuel	1,488.89	1,318.36
Repairs & Maintenance	1,173.74	990.43
Subcontracting Expenses	2,921.31	2,437.08
Contract Labour Expenses	3,124.61	1,745.31
Advertisement Expenses	3.62	4.41
Auditor Remuneration (Refer Note No.38.1)	15.00	16.00
Director's Sitting Fees	25.89	28.30
Donation	31.40	34.33
Energy Saver Project Expenses	67.88	57.54
General Expenses	76.04	62.11
Insurance	74.66	67.20
Management system Expenses (ISO9000 &OSHAS)	8.40	5.79
Postage,Telephone& Telegram	24.33	23.89
Printing & Stationery	79.79	61.37
Rates and Taxes	55.16	65.24
Building Rent	271.72	183.44
Lease Rental Charges - Machinery	217.47	200.19
Research & Development Expenses	498.16	349.98
Warranty Expenses	26.85	48.92
Sales Promotional Expenses	1,190.37	1,067.60
Subscription & Periodicals	43.64	36.82
Technical/Professional Legal Fee	308.76	245.21
Travelling and Conveyance	189.16	139.80
CSR Expenses (Refer Note No.48)	88.36	98.16
Expected Credit Loss	131.47	61.33
Expected Credit Loss - Liability Reversal	-	-127.89
Royalty	25.12	42.36
Impairment on Goodwill	41.82	55.46
Bad Debts	11.94	170.58
Loss On Sale of Assets	247.76	-
Total Other Expenses	**15,544.90**	**11,439.35**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 38.01 AUDITOR REMUNERATION

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) For Statutory Audit	15.00	12.50
(b) For Tax Audit	-	3.50
TOTAL	**15.00**	**16.00**

Note No. 39 EXCEPTIONAL ITEMS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Impairment on Investments #	-83.00	-
Net gain/loss on sale of investment	1,601.31	36.71
TOTAL	**1,518.31**	**36.71**

The Impairment on Investments pertains to the write-off of the Company's Investment in its Subsidiary, Salzer Kostad EV Chargers Private Limited, amounting to ₹ 83 Lacs. The Management has assessed that the recoverable amount of the investment is NIL and accordingly the carrying amount has been fully written off."

Note No. 40 TAX EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Current Tax		
Current tax on profit for the year	1,761.59	1,423.92
Change/ (Credit) in respect of current tax for earlier years	-	-
TOTAL (A)	**1,761.59**	**1,423.92**
B. Deferred Tax		
Origination and reversal of temporary differences	258.01	197.24
Charge in respect of deferred tax for earlier years	-	-
TOTAL (B)	**258.01**	**197.24**
Tax expense recognized in Statement of Profit and Loss TOTAL (A)+(B)	**2,019.60**	**1,621.16**
Tax expense recognized in Other Comprehensive Income	-16.61	37.33
Total Tax Expense	**2,002.99**	**1,658.49**

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax on Profit For the Year	8,245.43	5,939.80
Applicable income tax rate	25.17%	25.17%
Expected income tax	2,075.37	1,495.05
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:	-	-
Income exempt from tax	-387.37	-213.85
Expenses disallowed in determining the tax profit	73.59	142.72
Investment allowances	-	-
Unrecognized deferred tax assets	-	-
Others	258.01	197.24
Tax expense recognised in Statement of Profit and Loss A/c	**2,019.60**	**1,621.16**

Note No. 41 EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit/(Loss) after tax and exceptional items	6,225.83	4,318.64
Less: Notional Preference Dividend	-	-
Profit/(Loss) after tax and exceptional items attributable to equity shareholders	6,225.83	4,318.64
Add: Exceptional items (net of tax)	-	-
Profit after Tax but before exceptional items attributable to equity shareholders	5,079.35	4,291.95
Add: Exceptional items (net of tax)	1,146.48	26.69
No. of Equity Shares Outstanding	176.83	173.83
Add: Shares to be issued pursuant to merger	-	-
Weighted Average no. of equity shares outstanding during the year for Basic EPS	176.35	167.56
Add: Potential Equity Shares on conversion of warrants Option Scheme	0.48	9.27
Weighted Average no. of equity shares outstanding during the year for Diluted EPS	176.83	176.83
Basic Earnings/(Loss) per share after tax and exceptional items (in Rs.)	35.30	25.77
Diluted Earnings/(Loss) per share after tax and exceptional items (in Rs.)	35.21	24.42

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 42 GRATUITY

The details of various employee benefits provided to employees are as under:

A. Defined Contribution and other plans

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Employer's Contribution to PF	202.21	171.07
Employer's Contribution to ESIC	12.43	7.78
Employer's Contribution to Superannuation fund	7.06	10.68
TOTAL	**221.70**	**189.53**

B. Defined Benefit plans

In accordance with the Payment of Gratuity Act, 1972, the Company provides for gratuity, as defined benefit plan. The gratuity plan provides for a lump sum payment to the employees at the time of separation from the service on completion of vested year of employment i.e. five years. The liability of gratuity plan is provided based on actuarial valuation using the projected unit credit method as at the end of each financial year based on which the Company contributes the ascertained liability to Life Insurance Corporation of India with whom the plan assets are maintained.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

Investment Risk:The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Longevity risk: The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Principal actuarial assumptions

Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Discount Rate	6.84% / 6.93%	7.24% / 7.22%
Expected Return on Assets	6.84% / 6.93%	7.24% / 7.22%
Salary Escalation	7.00% / 6.50 %	6.50%
Attrition Rate	5.00%	5.00%

Amount recognized in Profit and Loss for the year

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Service Cost	79.28	72.64
Net Interest on Defined Benefit Obligations	-1.47	-1.57
Expenses recognized in the statement of profit and loss	77.81	71.07

Recognized in Other Comprehensive Income for the year

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Actuarial (Gain)/Losses due to Demographic Assumption changes in DBO	-	-
Return on plan assets (excluding amounts included in net interest expense)	-	-
Acturial gains/losses arising from changes in financial assumptions	39.82	24.55
Acturial gains/losses arising from experience adjustments	12.89	47.45
Amount recognized in OCI for the current period	52.71	72.00

Change in present value of defined benefit obligation

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Present value of obligations as at the beginning of the year	1,167.40	1,003.99
Current Service Cost	79.28	72.64
Interest on Defined Benefit Obligations	77.89	73.90
Actuarial (gain)/loss on plan obligation	60.71	70.84
Benefits paid	-82.25	-53.97
Present value of obligations as at the end of the year	1,303.03	1,167.40

Change in fair value of plan assets

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Fair value of plan assets as at the beginning of the period	1,081.54	987.80
Return on plan assets	79.36	75.46
Contributions	214.61	73.40
Benefits paid	-82.25	-53.97
Actuarial gain/(loss) on plan assets	8.00	-1.16
Fair value of plan assets as at the end of the period	1,301.26	1,081.53

Net Asset/ Liability recognized in Balance Sheet

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Present value of obligations	1,303.04	1,167.40
Fair Value of Plan Assets	1,301.26	1.081.54
Amount recognized	1.78	85.86

The Statement of actuarial valuation by the LIC of India with whom the plan assets are maintained was not provided to the Company by LIC of India till the finalisation of accounts and adoption by the Board and the amounts recognised in P&L A/c. , OCI and Balance sheet were based on past experience, indicators and the present contribution to the plan

Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

(₹ in Lakhs)

Particulars	March 31, 2025		March 31, 2024	
	Increase	Decrease	Increase	Decrease
Discount rate by 1%	-69.66	78.30	-61.90	69.24
Salary Escalation rate by 1%	73.93	-66.99	65.99	-60.52
Attrition rate by 1%	-4.25	4.65	-1.33	1.45
Mortality rate by 10%	-0.15	-	-0.08	-

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Note No. 43 DIVIDENDS MADE

(₹ in Lakhs)

Particulars	2024 - 2025	2023 - 2024
Final Dividend	442.07	367.02

In respect of the current year, the directors propose that a dividend of Rs.2.50 per share which is to be paid within stipulated time after declaration in the ensuing Annual General Meeting being held on September 12, 2025. This equity dividend is subject to approval by shareholders at the aforesaid meeting and has not been included as a liability in these financial statements. The proposed equity dividend is payable to all shareholders on the Register of Members on August 29,2025. The total estimated equity dividend to be paid is Rs.442.07 Lakhs

Note No. 44 COMMITMENTS AND CONTINGENT LIABILITIES

(₹ in Lakhs)

Particulars	2024 - 2025	2023 - 2024
Towards Import Obligations under EPCG	4,601.83	2,153.52
Letter of Credit for import and purchase of Raw Materials	2,623.77	1,141.09
Obligation towards Bank Guarantee	263.09	328.16
Excise Protest Fund Liability reduced from CESTAT & Made an Appeal High Court of Madras	40.55	40.55

Note No. 45 DISCLOSURE UNDER MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

(₹ in Lakhs)

Particulars	2024 - 2025	2023 - 2024
Trade Payables pertaining to dues to Micro and Small Enterprises (all are within agreed credit period and not due for payment) [Refer note 24]	1,895.62	874.50
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	376.74
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	0.79
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 the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	6.91
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 Micro, Small and MediumEnterprises Development Act, 2006.	-	-

Note No. 46 CSR EXPENDITURE

(₹ in Lakhs)

Particulars	2024 - 2025	2023 - 2024
Gross amount required to be spent by the company during the year	67.00	71.00
Amount spent during the year	88.36	98.16

NOTE No. 47 FAIR VALUE MEASUREMENTS

i. Financial instruments by category

The carrying value of financial instruments by categories as at 31 March 2025 were as follows:

(₹ in Lakhs)

Particulars	Note	Amortised cost	FVTOCI	FVTPL	Total Carrying value	Total Fair value
Financial Assets						
Investments	7, 11	1,776.65	858.15	-	2,634.80	2,634.80
Trade Receivables	12	40,850.05	-	-	40,850.05	40,850.05
Cash and Cash equivalents	13	164.94	-	-	164.94	164.94
Other bank balances	14	365.82	-	-	365.82	365.82
Loans	15	141.91	-	-	141.91	141.91
Other financial assets	8, 16	485.49	-	-	485.49	485.49
Financial Liabilities			-	-		
Borrowings	20, 24	41,793.15	-	-	41,793.15	41,793.15
Lease Liability	21, 25	33.92	-	-	33.92	33.92
Trade payables	26	16,454.74	-	-	16,454.74	16,454.74
Other financial liabilities	27	92.71	-	-	92.71	92.71

The carrying value of financial instruments by categories as at 31 March 2024 were as follows:

(₹ in Lakhs)

Particulars	Note	Amortised cost	FVTOCI	FVTPL	Total Carrying value	Total Fair value
Financial Assets						
Investments	7, 11	1,756.27	696.21	-	2,452.48	2,452.48
Trade Receivables	12	33,152.00			33,152.00	33,152.00
Cash and Cash equivalents	13	132.03			132.03	132.03
Other bank balances	14	276.76			276.76	276.76
Loans	15	137.79			137.79	137.79
Other financial assets	8, 16	489.04			489.04	489.04
Financial Liabilities						
Borrowings	20, 24	30,786.93			30,786.93	30,786.93
Trade payables	26	14,521.60			14,521.60	14,521.60
Other financial liabilities	27	124.09			124.09	124.09

ii. Fair Value Hierarchy

The Company has classified its financial instruments into three levels in order to provide an indication about the reliability of the inputs used in determining fair values.

(i) Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities.

(ii) 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).

(iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2025 (₹ in Lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Carrying value
Financial Assets					
At fair value through Other Comprehensive Income	7, 11	858.15	-	-	858.15
Investments					
Investments - Non - current - Quoted	7	-	1,451.19	-	1,451.19
Investments - Non - current - Unquoted	7	-	-	325.46	325.46
Financial Liabilities					
At amortised costs					
Borrowings	20, 24	-	41,787.48	-	41,787.48

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2024 (₹ in Lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Carrying value
Financial Assets					
At fair value through Other Comprehensive Income	7, 11	696.21	-	-	696.21
Investments					
Investments - Non - current - Quoted	7	-	1,628.83	-	1,628.83
Investments - Non - current - Unquoted	7	-	-	127.44	127.44
Financial Liabilities					
At amortised costs					
Borrowings	20, 24	-	30,786.93	-	30,786.93

iii. Valuation technique used to determine fair value

The fair value of the financial assets and liabilities are at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values.

The investment included in Level 3 hierarchy have been valued at cost approach to arrive at the fair values.The cost of unquoted investment approximate the fair value as there is a wide range of possible fair value measurement and the cost represents estimate of fair value within that range.

The estimated fair value amounts as at March 31, 2025 have been measured as at that date. As such, the fair values of these financial instruments subsequent to reporting date may be different than the amounts reported at each year-end.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

NOTE No. 48 FINANCIAL RISK MANAGEMENT

The Company's businesses are subject to several risks and uncertainties including financial risks.

The Company's activities expose it to credit risk, liquidity risk, market risk - interest rate risk and foreign currency risk. The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Ageing analysis, Credit ratings
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts
Market risk Interest rate risk	Long-term borrowings at variable rates	Cash flow forecasting, Sensitivity analysis
Foreign Currency risk	Recognised financial assets and liabilities not denominated in functional currency	Cash flow forecasting, Sensitivity analysis

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. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

The company's credit risk generally arises from Cash and cash equivalents, trade receivables, and other financial assets.

Credit Risk Management

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

Assets Group	Description of category	Particulars	Provision for expected credit loss *
Low credit risk	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Assets where the counter-party's probability of default is considered moderate, where the capacity to meet the obligations is not strong	Nil	12 month expected credit loss/life time expected credit loss
High credit risk	Assets where there is a high probability of default.	Nil	12 month expected credit loss/life time expected credit loss/fully provided for

* Life time expected credit loss is provided for trade receivables.

Payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

Classification of Financial assets among risk categories:

(₹ in Lakhs)

Credit rating	Particulars	2023 - 2025	2022 - 2024
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	44,643.01	36,640.83
Moderate credit risk	Nil		-
High credit risk	Nil		-

The loss allowance for trade receivables using expected credit losses for different ageing periods as at 31 March 2025 are as follows:

(₹ in Lakhs)

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
Gross Carrying Amount	33,879.04	3,645.39	3,513.95	41,038.38
Loss allowance provision	-	-	-188.33	-188.33
Net	33,879.04	3,645.39	3,325.62	40,850.05

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

The loss allowance for trade receivables using expected credit losses for different ageing periods as at 31st March 2024 are as follows:

(₹ in Lakhs)

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
Gross Carrying Amount	27,015.03	2,744.67	3,449.16	33,208.86
Loss allowance provision	-	-	-56.86	-56.86
Net	27,015.03	2,744.67	3,392.30	33,152.00

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the year	56.86	123.42
Additions during the year	131.47	61.33
Amounts written off during the year	188.33	184.75
Amounts recovered during the year	-	-127.89
Balance at the end of the year	188.33	56.86

Exposure to customers having more than 5% of outstanding in respect of Trade Receivables.

Particulars	March 31, 2025	March 31, 2024
SCHNEIDER	2,117.59	1,683.80
TOTAL	**2,117.59**	**1,683.80**

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the business, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of Financial Liabilities as at 31 Mar 2025 are as follows:

Particulars	Less than 1 year	1-5 year	More than 5 year	Total
Borrowings	39,555.97	2,231.51	-	41,787.48
Trade Payables	16,454.73	-	-	16,454.73
Other financial Liabilities	92.71	-	-	92.71
Maturity of Lease Liability	5.68	28.24	-	33.92

Maturities of Financial Liabilities as at 31 Mar 2024 are as follows:

Particulars	Less than 1 year	1-5 year	More than 5 year	Total
Borrowings	29,488.18	1,298.75	-	30,786.93
Trade Payables	14,521.60	-	-	14,521.60
Other financial Liabilities	124.09	-	-	124.09
Maturity of Lease Liability	-	-	-	-

Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return.

Interest rate Risks

The Company uses a mix of cash and borrowings to manage the liquidity & fund requirements of its day-to-day operations. 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 borrowings are fixed rate borrowings and are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures', since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

The following table provide the break-up of the co. fixed and floating rate borrowing

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Fixed Rate Borrowings	-	-
Floating Rate	41,787.48	30,786.93
Total Borrowings	**41,787.48**	**30,786.93**

Interest Rate Sensitivity analysis:

The Sensitivity Analysis below have been determined based on the exposure to interest rate for Floating RateLiabilities,assuming the amount of the liability outstanding at the year end was outstanding for the whole year.

If interest rate had been 100 basis points higher/lower and all other variable were held constant, the company"s profit for the year ended 31.03.2025 would decrease/increase by **Rs. 417.87 Lacs**. (for the year ended 31.03.2024: decrease /increase by **Rs. 307.87 Lacs.**). This is mainly attributable to the Company"s exposure to interest rate on its variable rate borrowings.

Foreign Currency Risk

The Company's exposure to currency risk relates primarily to the Company's operating activities including anticipated sales & purchase and borrowings where the transactions are denominated in a currency other than the Company's functional currency. The risk is measured through a forecast of highly probable foreign currency cash flows.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at 31.03.2025 are as follows:

Particulars	US$	GPB	EURO
Financial Assets	98,71,156.30	4,15,475.48	6,84,427.91
Financial Liabilities	53,97,598.87	23,95,918.00	19,15,104.80
Net exposure	44,73,557.43	-19,80,442.52	-12,30,676.89

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at 31.03.2024 are as follows:

Particulars	US$	GPB	EURO
Financial Assets	73,71,465.82	4,17,997.05	2,87,070.16
Financial Liabilities	59,86,270.71	9,31,643.56	15,99,196.56
Net exposure	13,85,195.11	-5,13,646.51	-13,12,126.40

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign currency rates, with all other variablesheld constant.

Particulars	Impact on profit before tax			
	March 31, 2025		March 31, 2024	
	0.5%	-0.5%	0.5%	-0.5%
USD	0.22	-0.22	0.07	-0.07
GBP	-0.10	0.10	-0.03	0.03
EURO	-0.06	0.06	-0.07	0.07

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

NOTE No. 49 CAPITAL MANAGEMENT

The Company's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth. The Company's overall strategy remains unchanged from previous year.

The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Company's policy is to use current and non-current borrowings to meet anticipated funding requirements.

The Company monitors capital on the basis of the gearing ratio which is net debt divided by total capital (equity plus net debt).

Net debt are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

The following table summarizes the capital of the Company:

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Non-Current Borrowings (Refer Note : 20)	2,231.51	1,298.75
Current Borrowings (Refer Note : 24)	39,555.97	29,488.18
Total Borrowings (a)	41,787.48	30,786.93
Cash and Cash equivalents (Refer Note : 13)	164.94	132.03
Other Bank Balances (Refer Note : 14)	365.82	276.76
Current Investments (Refer Note : 11)	855.69	693.06
Total Cash (b)	1,386.45	1,101.85
Net Debt (c) = (a)-(b)	40,401.03	29,685.08
Equity (Refer Note : 18)	1,768.27	1,738.27
Other Equity (Refer Note : 19)	51,259.79	44,868.41
Total Equity (d)	53,028.06	46,606.68
Total Capital (e) = (c)+(d)	93,429.09	76,291.76
Gearing Ratio = (c)/(e)	0.43	0.39

NOTE No. 50 RELATED PARTY DISCLOSURES

A) Related Party Relationships

Key Management Personnel

Mr. R Doraiswamy – Managing Director
Mr. D Rajesh Kumar – Joint Managing Director & CFO
Mr. K.M. Murugesan - Company Secretary

Non-Executive & Independent Directors

Mr. Sharat Chandra Bhargava
Mrs. Priya Bhansali
Mr. S. Raman

Non-Executive & Non-Independent Directors

Mr. Vishnu Rangaswamy
Mr. N Rangachary - Chairman
Mr. V Sankaran

Subsidiary Companies

Kaycee Industries Limited
Salzer EV Infra Private Limited
Salzer Kostad EV Charges Private Limited
Salzer Electronics Arabia Limited
Salzer Emarch Electromobility Pvt Limited
(Wholly Owned Subsidiary of Salzer EV Infra Private Limited)

Associate Companies

Ultra Fast Charges Pvt Limited
(Associate thro Kaycee Industries Limited)

Post-employment benefit plans

Salzer Electronics Limited Employees Gratuity Trust

Other related Parties - Enterprises Owned or significantly influenced by Key Managerial Personnel or their relatives

Salzer Exports Limited
Salzer Spinners Limited
SRVE Industries
K R Health Care Private Limited
S R V E Industries Limited
Salzer Securities Holdings Limited
Saradha Investments Limited
Quebec Information Services India Ltd
K R Pharmacy

Trust under Common Control

Salzer Educational Medical Research Trust

B) Related Party Transactions

(₹ in Lakhs)

	Particulars	Other Related Parties		Key Management Personnel		Subsidiary Company		Total	
		March 31,2025	March 31,2024	March 31,2025	March 31,2024	March 31,2025	March 31,2024	March 31,2025	March 31,2024
1.	**SALE OF MATERIALS**								
1a	Salzer Exports Ltd	3878.45	3767.33					3878.45	3767.33
1b	Salzer Spinners Ltd	0.17	0.16					0.17	0.16
1c	K R Health Care Pvt Ltd	0.02	1.17					0.02	1.17
1d	Kaycee Industries Ltd					1711.49	1784.99	1711.49	1784.99
1e	Ultrafast Chargers Pvt Ltd					370.16		370.16	0.00
1f	Salzer Kostad EV Charges Pvt Ltd						67.07		67.07
	SUB TOTAL	**3878.64**	**3768.66**			**2081.65**	**1852.06**	**5960.29**	**5620.72**
2.	**SALE OF ASSEST**								
2a	S R V E Industries		172.91						172.91
2b	Kaycee Industries Ltd						1.68		1.68
2c	Swtiches and Sockets		220.00						220.00
	SUB TOTAL		**392.91**				**1.68**		**394.59**
3.	**RENT RECEIVED**								
3a	Salzer Exports Ltd.	2.05	2.05					2.05	2.05
3b	Swtiches and Sockets		33.04						33.04
	SUB TOTAL	**2.05**	**35.09**					**2.05**	**35.09**
4.	**LOAN**								
4a	Salzer EV Infra Pvt Ltd	**5.50**						**5.50**	
5.	**INTEREST**								
5a	Salzer EV Infra Pvt Ltd	**0.18**						**0.18**	
6.	**MEDICAL CARE SERVICE**								
6a	K R Health Care Pvt Ltd	**32.10**	**39.25**					**32.10**	**39.25**
7.	**MACHINERY RENT**								
7a	Salzer Exports Ltd.	**185.35**	**160.68**					**185.35**	**160.68**
8.	**PURCHASE OF MATERIALS**								
8a	Kaycee Industries Ltd					36.00	21.68	36.00	21.68
8b	Salzer Spinners Ltd		0.63						0.63
	SUB TOTAL		**0.63**			**36.00**	**21.68**	**36.00**	**22.31**
9.	**PURCHASE OF ASSESTS**								
9a	Salzer Exports Ltd.	39.06						39.06	
9b	Salzer Spinners Ltd	134.51	53.33					134.51	53.33
9c	S R V E Industries	129.49						129.49	
9d	Quebec Information Services (I) Ltd	47.06						47.06	
9e	S R V E Industries Ltd.		83.85						83.85
	SUB TOTAL	**350.12**	**137.18**					**350.12**	**137.18**
10.	**PURCHASE OF MEDICINE**								
10a	K R Pharmacy	**4.09**	**2.56**					**4.09**	**2.56**
11.	**LABOUR CHARGES**								
11a	Salzer Spinners Ltd	416.59	359.30					416.59	359.30
11b	S R V E Industries	779.94	668.58					779.94	668.58
11c	Swtiches and Sockets		249.37						249.37
	SUB TOTAL	**1196.53**	**1277.24**					**1196.53**	**1277.24**
12.	**RENT PAID**								
12a	Salzer Spinners Ltd	45.65	39.95					45.65	39.95
12b	Kaycee Industries Ltd					9.75	1.95	9.75	1.95
12c	Salzer Educational Medical Research Trust	19.80	19.80					19.80	19.80
	SUB TOTAL	**65.45**	**59.75**			**9.75**	**1.95**	**75.20**	**61.70**
13.	**ELECTRICITY CHARGES**								
13a	Salzer Spinners Ltd	**90.90**						**90.90**	
14.	**DONATION**								
14a	Salzer Educational Medical Research Trust	**25.33**	**4.71**					**25.33**	**4.71**
15.	**MACHINERY ADVANCE**								
15a	Salzer Exports Ltd.	**120.87**	**24.50**					**120.87**	**24.50**
16.	**INVESTMENT**								
16a	Salzer EV Infra Pvt Ltd					14.66	3.50	14.66	3.50
16b	Salzer Kostad EV Charges Pvt Ltd					3.00	55.50	3.00	55.50
	SUB TOTAL					**17.66**	**59.00**	**17.66**	**59.00**
17.	**CSR SPENT THRO' TRUST**								
17a	Salzer Educational Medical Research Trust	**17.68**	**14.30**					**17.68**	**14.30**
18.	**PURCHASE OF SERVICES**								
18a	Quebec Information Services (I) Ltd	**79.06**	**90.39**					**79.06**	**90.39**
19.	**TRANSPORT**								
19a	Salzer Spinners Ltd	16.15	13.26					16.15	13.26
19b	K R Pharmacy	3.05	3.04					3.05	3.04
	SUB TOTAL	**19.20**	**16.30**					**19.20**	**16.30**
20.	**SECURITY DEPOSIT**								
20a	Salzer Educational Medical Research Trust		**40.18**						**40.18**
21.	**SALES COMMISSION**								
21a	Salzer Exports Ltd.		**177.00**						**177.00**
22.	**MANAGERIAL REMUNERATION**			**257.12**	**239.52**			**257.12**	**239.52**
23.	**DIRECTOR SITTING FEES**			**25.89**	**28.30**			**25.89**	**28.30**
24.	**OUTSTANDING PAYABLES**	**-45.11**	**-40.26**	**-**	**-**	**-**	**-**	**-45.11**	**-40.26**
25.	**OUTSTANDING RECEIVABLES**	**2,445.79**	**2,744.37**	**-**	**-**	**620.42**	**333.46**	**3,066.21**	**3,077.83**
	GRAND TOTAL	**8,473.74**	**8,945.45**	**283.01**	**267.82**	**2,765.48**	**2,269.84**	**11,522.23**	**11,483.10**

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (Contd.)

NOTE No. 51 SEGMENT INFORMATION

The Company has opted for the exemption provided in Paragraph 4 of Ind AS 108-'Operating Segments'. Accordingly, entity-wide disclosures as required by Ind AS 108 has been provided in the Consolidated Financial Statements.

NOTE No. 52 KEY FINANCIAL RATIOS

Particulars	March 31, 2025	March 31, 2024	Variance %
Current Ratio	1..43:1	1.46:1	-2.05
Debt-Equity Ratio	0.78:1	0.66:1	18.18
Debt Service Coverage Ratio	11.15	9.29	20.02
Return on Equity Ratio	11.74	9.27	26.65
Inventory turnover ratio/Days	86	89	-3.37
Trade Receivables turnover ratio,/Days	84	98	-1.18
Trade payables turnover ratio/Days	36	43	-16.28
Net capital turnover ratio,-Times	5.45	5.29	2.97
Net profit ratio	4.48 %	3.80 %	17.89
Return on Capital employed	21.25 %	18.60 %	14.25
Return on Investmemt	11.43 %	9.53 %	19.94

- **Key Ratios Formula (Standalone)**

  a) Current Ratio : Current Assets / Current Liabilities

  b) Debt-Equity Ratio : Total Debt/Total Equity

  c) Debt Service Coverage Ratio : Net Operating Income/Debt Service

  d) Return on Equity Ratio : Net Income/Share holders Equity

  e) Inventory turnover ratio/Days : Cost of Goods sold/Average Inventory

  f) Trade Receivables turnover ratio,/Days : Net Credit Sales/Average Accounts Receivables

  g) Trade payables turnover ratio/Days : Total Purchase/Average accounts payables

  h) Net capital turnover ratio,-Times : Net Sales/Working Capital

  I) Net profit ratio : Net Profit/Total revenues

  j) Return on Capital employed : Earning before Interest & Taxes/Capital Employed

  k) Return on Investment : Increase in fair market Value+Income from Investment/Fair Market Value of prior year+Current Year Addition.

NOTE No. 53 LEASES AS A LESSESS :

The Company, which entered into Lease Agreements with various Parties during the previous financial years for hiring the premises at different locations for manufacturing activities, has modified those agreement with the term of 11 Months with an option to extend further period with mutual consent of the parties to the agreement and the agreement has no clauses of controlling the let out of assets

During the year, the Company had taken a Warehouse at Ambernath on a Leave and License Basis from Kaycee Industries Limited and has accordingly recognized Right-of-Use Asset and corresponding Lease Liability in the Financial Statements.

Details of the properties taken on Rent :-

S. No.	Lesser and Address of the Property taken on Lease	Rent paid during the Year (in ₹)	Rent Advance (in ₹)	Tenancy Period
1.	**SALZER EDUCATIONAL MEDICAL RESEARCH TRUST**, SF,NO647/3A,3B&3D NO.2, Gudalure Village, Periyanaiackenpalayam, Coimbatore -641047	19,80,000	72,36,000	11 Months
2.	**MICRO SPINTEX P LTD**, S.F NO - 485, Mathampalayam,Coimbatore -641019	27,28,000	15,00,000	11 Months
3.	**MURUGESHAN.K.P,** S.F NO - 209H4 , Varatharaj.M Samichettipalayam, Coimbatore -641047	3,72,500	62,500	11 Months
4.	**SIVAPRAKASAM.A,** S.F NO -10/1 Thenral Nagar Samichettipalayam, Coimbatore -641047	46,860	30,000	11 Months
5.	**RANGAMMAL.M**, S.F NO - 209 H, Varatharaj.M Samichettipalayam, Coimbatore -641047	1,44,000	20,000	11 Months
6.	**MANORANJITHAM** W/o, Palaniswamy, S.F NO - 407/408 , HP Bunk Thottam, Vannankovil, Coimbatore -641047	4,95,900	3,00,000	11 Months
7.	**TAMIL SELVI.R,** S.F NO - 393, Samichettipalayam Coimbatore -641047	1,44,000	15,000	11 Months
8.	**SATHYABAMA. J**, S.F NO - 62/1 Samichettipalayam Coimbatore -641047	2,40,000	25,000	11 Months
9.	**MOHANRAJ. M** SF. No. 209,H-4 Varathraj Nagar, Coimbatore 641 047.	1,92,000	16,000	11 Months
10.	**SALZER SPINNERS LIMITED**, SF No 6/684,685 Chikkarampalayam, Annur Road, Karamadai Coimbatore - 641104	39,30,272	15,00,000	11 Months
11.	**LAKSHMI RING TRAVELLERS COIMBATORE PRIVATE LTD**, Athimugam Main Road,Moranapalli Village, Hosur, Krishnagiri 635109	64,83,750	25,00,000	11 Months
12.	**ANAND AND REVEENDERNATHA**, # 135, S.C Road , Seshadripuram Circle, Bangalore - 560020	94,262	1,15,580	11 Months
13.	**RANGARAJ. M** SF. No.209, H-4, Varadharaja Nagar, Coimbatore - 641 047.	-	6,000	11 Months
14.	**ARUNKKUMAR SPINNING MILL PRIVATE LIMITED** 570/2, Kariyampalayam Post.,Opp ; Annur Power House, Annur -641653	1,03,20,000	51,60,000	11 Months
	GRAND TOTAL	**2,71,71,544**	**1,84,86,080**	

NOTE No. 54 Other Notes

- The Title deeds of the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- As per the Company's accounting policy, Property, Plant and Equipment (including Right of Use Assets) and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- The Company has not granted Loans or Advances in the nature of loan to any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments.
- No proceedings have been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- The Company has sanctioned facilities from banks on the basis of security of current assets. The periodic returns filed by the Company with such banks are in agreement with the books of accounts of the Company.
- The Company has adhered to debt repayment and interest service obligations on time. Wilful defaulter related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2025.
- All applicable cases where registration of charges or satisfaction is required to be filed with Registrar of Companies have been filed. No registration or satisfaction is pending at the year ended 31st March 2025.
- The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.
- 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 beneficiary
- The Company have 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
- The Company has not operated in any crypto currency or Virtual Currency transactions
- During the year the Company has not disclosed or surrendered, any income other than the income recognised in the books of accounts in the tax assessments under Income Tax Act, 1961.
- Previous year figures have also been reclassified, regrouped, recast to conform to current year classification.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

Consolidated Financials and Related Matters

FORM NO. AOC-1

Statement containing salient features of the financial statement of subsidiaries / associate companies

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part A : Subsidiaries

(Information in respect of subsidiary to be presented with amounts) (₹ in Lakhs)

	Information in respect of each subsidiary	Kaycee Industries Limited	Salzer EV Infra Private Limited	Salzer Kostad EV Charges Private Limited	Salzer Emarch Electromobility Private Ltd	Salzer Electronics Arabia Limited (Overseas Subsidiary)
1.	Date on which subsidiary was acquired	July 11,2019	July 11,2021	July 27,2021	Sep 02, 2021	Sep 30, 2024
2.	Reporting period	April 01,2024 to March 31, 2025				
3.	Reporting currency	INR	INR	INR	INR	INR
4.	Closing Exchange rate	NA	NA	NA	NA	NA
5.	Share capital	317.35	52.91	124.00	35.25	-
6.	Reserves & Surplus	2,585.96	-	-	-	-
7.	Total assets	4,071.78	54.47	124.00	35.25	-
8.	Total Liabilities	1,168.47	1.56	-	-	-
9.	Investments	803.33	-	-	-	-
10.	Turnover from Continuing operations	5,320.41	-	-	-	-
11.	Turnover from Discontinued operations	-	-	-	-	-
12.	Profit before taxation from Continuing operations	787.60	-	-	-	-
13.	Profit before taxation from Discontinued operations	-	-	-	-	-
14.	Provision for taxation from Continuing operations	199.90	-	-	-	-
15.	Provision for taxation from Discontinued operations	-	-	-	-	-
16.	Profit after taxation from Continuing operations	587.69	-	-	-	-
17.	Profit after taxation from Discontinued operations	-	-	-	-	-
18.	Proposed Dividend	20 %	-	-	-	-
19.	% of shareholding	71.91 %	100 %	66.94 %	98.58 %	-

* Investments in Salzer Kostad EV Charges Private Limited has fully been impaired and completely written off during the year

** Salzer Emarch Electromobility Private Limited is a step down subsidiary through Salzer EV Infra Private Limited, a wholly owned subsidiary. Salzer EV Infra has fully impaired its investment in Salzer Emarch Electromobility Private Limited and written off in its books during the year

*** Salzer Electronics Arabia Limited is a wholly owned Overseas Subsidiary. Yet to commence its operations

Part B – Associates

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies

S.No.	Name of the Associate	Ultra Fast Charges Private Limited **
1.	Latest audited Balance Sheet Date	March 31, 2025
2.	Date on which the Associate was acquired	October 17, 2024
3.	Shares of Associate held by the company on the year end	
(i)	No. of shares	5,86,061
(ii)	Amount of investment	699.71
(iii)	Extent of holding %	19.75%
4.	Description of how there is significant influence	Board Control
5.	Reason why the associate/ joint venture is not consolidated	NA
6.	Net worth attributable to Shareholding as per latest audited Balance Sheet	121.58
7.	Profit / (Loss) for the year:	
(i)	Considered in consolidation	-2.10
(ii)	Not considered in consolidation	NA

** Associate Entity through Kaycee Industries Limited

For and on behalf of the Board

N RANGACHARY
Chairman
DIN :00054437

Date : May 24, 2025
Place : Coimbatore

INDEPENDENT AUDITOR'S REPORT

"To
the Members of **SALZER ELECTRONICS LIMITED**
Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited accompanying consolidated Ind AS financial statements of Salzer Electronics Limited **("Holding Company")** and its subsidiaries (the Holding Company and its subsidiary together referred to as "the Group"), and its associate Company, which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year ended on that date, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies (hereinafter referred to as "the Consolidated Ind AS Financial Statements)

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS 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 the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, Consolidated Profit and Total 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 Ind AS Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SA's are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements" section of our report. We are independent of the Group 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 Consolidated Ind AS Financial Statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Ind AS Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Ind AS 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 Matter was Addressed in our Audit
1.	**Accuracy of recognition measurement, presentation and disclosures of revenues and other related balances in view of adoption of Ind AS 115- 'Revenue from Contracts with Customers'** Revenue is a significant line item in the financial statements of the Company and is a key performance indicator for stakeholders. The Company recognises revenue from sale of goods/rendering of services, in accordance with Ind AS 115-'Revenue from Contracts with Customers' The application of Ind AS 115 involves significant judgement in identifying performance obligations, determining the timing and accuracy of revenue recognition (at a point in time or over time), assessing transaction prices including variable consideration, and evaluating contract terms such as warranties, discounts or rebates. Given the volume and complexity of contracts, the significance of revenue to the financial statements, and the judgements required, we identified revenue recognition as a key audit matter.	**<u>Principal Audit Procedures</u>** Our audit procedures included, among others: • Obtaining an understanding of the Company's revenue recognition policies and assessing compliance under Ind AS 115 • Evaluating the design and implementation of relevant internal controls over revenue recognition • Performing substantive testing on selected contracts to assess the appropriateness of revenue recognition, including terms and conditions, performance obligations, and timing of transfer of control • Testing cut-off procedures and reviewing transactions around year-end to ensure revenue is recognised in the appropriate accounting period • Evaluating the estimates of variable consideration (e.g. discounts, rebates, penalties) and assessing the reasonableness of management's assumptions • Reviewing the adequacy of disclosures in the financial statements relating to revenue recognition and associated judgements

Sr.No	Key Audit Matter	How the Matter was Addressed in our Audit
2.	**Assessment of Carrying Value of Goodwill as per Ind AS 36 (Refer Note 5 to the Consolidated Financial Statements)** The Group has a goodwill balance of Rs.731.59 Lakhs as at March 31, 2025 comprising of Rs.93.42 Lakhs relating to acquisition of business by the Holding Company, and Rs.638.17 Lakhs relating to acquisition of control in Kaycee Industries Limited. Under Ind AS 36-'Impairment of Assets', the Company is required to test Goodwill for impairment annually, or more frequently, if indicators of impairment exist. For the year ended March 31, 2025, the Holding Company has performed an assessment of the carrying value of goodwill as required by Ind AS 36 in respect of Rs.93.42 Lakhs by: • Calculating the recoverable amount for CGU using a discounted cash flow model (DCU Model). • Comparing the recoverable amount of the respective carrying amount of assets and liabilities. The preparation of discounted cash flow projections of cash flows for a specific period, typically for 5 years. A terminal growth rate is applied determining the terminal value. However, the management did not perform a formal impairment test, asserting that there were no indicators of impairment based on their qualitative assessment in respect of Goodwill of Rs.638.17 Lakhs. This judgement involved evaluating macroeconomic and entity-specific factors, including the performance of the underlying businesses and expectations of future profitability. Given the materiality of the goodwill balance and the inherent subjectivity involved in determining whether impairment indicators exist and the significant judgements involved in estimating future cash flows, particularly with respect to factors such as discount rates, cash flow projections and terminal growth rates which are affected by future market and economic conditions and hence, are inherently uncertain, we considered this to be key audit matter.	Our Audit Procedures included among others: • Evaluating management's qualitative assessment regarding the absence of impairment indicators • Assessing whether any external or internal factors existed which could indicate potential impairment, including reviewing actual financial performance against budgets and forecasts • Performing independent analysis of macroeconomic and industry-specific developments that could impact the recoverable value of goodwill • Evaluating the design and implementation of controls over management's impairment testing process • Assessing the appropriateness of the methodology used by management for impairment testing in accordance with Ind AS 36 • Understanding the cash flow projections and assumptions used in the DCF model, testing the mathematical accuracy and reviewing the report of the management expert • Involving valuation specialists to assess the appropriateness of the valuation model and key assumptions used by management • Performing sensitivity analyses to assess the potential impact of changes in key assumptions on the recoverable amounts • Considering the adequacy of disclosures in the Consolidated Financial Statements regarding the assumptions and sensitivities in the goodwill impairment assessment.

Other Matters

We have audited Salzer Kostad EV Chargers Private Limited (Subsidiary) and Salzer Emarch Electromobility Private Limited (Step-down Subsidiary). We did not audit the Financial Statements of Kaycee Industries Limited (Subsidiary) and Salzer EV Infra Private Limited (Wholly-owned Subsidiary).

Salzer Kostad EV Charges Private Limited, Salzer EV Infra Private Limited and Salzer Emarch Electromobility Private Limited engaged in the Electric Vehicle space, did not commence any operations during the year

The Subsidiaries' Ind AS Financial Statements reflect total assets of ₹ 4,176.88 Lakhs-as at 31st March, 2025, total turnover of ₹ 5,320.41 Lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements and also include the Group's share of Profit of ₹ 412.07 Lakhs for the year ended 31st March, 2025, as considered in the consolidated financial statements, in respect of the subsidiary, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

Other Information

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises of the information included in the Management Discussion and Analysis, Board's report including Annexures to Boards Report, Business Responsibility Report, Corporate Governance, Shareholder's Information and Other information included in the Annual Report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance and conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statement, our responsibility is to read the other information identified above when it becomes available and in doing so, consider whether the other information is materially inconsistent with the consolidated Ind AS financial statements or other information obtained during the course of our audit or otherwise appear 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 Ind AS Financial Statements

The Holding 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 consolidated Ind AS financial statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including other comprehensive income, Consolidated changes in equity and Consolidated cash flows of the Group in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective 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 of the assets of the Group 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 Consolidated Ind AS 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 Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors are responsible for overseeing the Group's financial reporting process of the Group and of its associates

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS 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 Consolidated Ind AS Financial Statements.

A further description of the auditor's responsibilities for the audit of the Consolidated Ind AS Financial Statements is included in **Annexure "A"**. This description forms part of our Auditor's Report.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our Audit, 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 of the aforesaid Consolidated Ind AS Financial Statements

   b) In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books and the reports of the other Auditors.

   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 Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of Consolidated Ind AS Financial Statements.

d) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Ind AS 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, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**

g) 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, as amended, 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.

(Ii) The Group was not required to recognize a provision as at March 31, 2025 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contract. The Group did not have any derivative contracts as at March 31, 2025.

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies incorporated in India.

(Iv) a) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiary respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("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 or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

b) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiary respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries 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.

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, 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 (a) and (b) above, contain any material misstatements

(v) (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) 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 amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

(vi) Audit trail

Based on our examination, which included test checks, and that performed by the respective auditors of the group and associates and which are companies incorporated in India whose financial statements have been audited under the Act the Group and associates have used accounting software for maintaining books of account for the financial year ended 31st

March 2025 which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of performing the procedures, we, and the respective auditors of such group and its associates, did not notice any instance of the audit trail feature being tampered with. Additionally, the audit trail, has been preserved by the Company as per the statutory requirements for record retention.

2. With respect to other matters to be included in the Auditor's Report in accordance with requirements of section 197(16) of the Act, as amended:

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

3. With respect to the matters specified in paragraphs 3(xxi) and 4 of 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 Companies Act, 2013 , to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports for the companies included in the Consolidated Financial Statements to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

In terms of our report attached

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24, 2025

UDIN NO.:
25223555BMINWS7716

S. ALAMELU
Partner
Memb. No. 223555

ANNEXURE "A"

TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF SALZER ELECTRONICS LIMITED

Auditor's Responsibilities For Audit Of Consolidated Ind As Financial Statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism through- out the audit. We also:-

- Identify and assess the risks of material misstatement of the consolidated Ind AS 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 controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 consolidated Ind AS 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 Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS 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 Ind AS 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 Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated Ind AS 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 Ind AS financial statements of the current period 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.

In terms of our report attached

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24, 2025

S. ALAMELU
Partner
Memb. No. 223555

UDIN NO.:
25223555BMINWS7716

ANNEXURE "B"

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON CONSOLIDATED IND AS FINANCIAL STATEMENTS OF M/s. SALZER ELECTRONICS LIMITED

Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of the Independent Auditors' Report of even date.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to the financial statements of Salzer Electronics Limited (hereinafter referred to as "the Holding Company"), and its subsidiary company (together referred to as "the Group") and its associates, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company, its subsidiary company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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"). 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 Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India.

In terms of our report attached

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

Place: Coimbatore
Date : May 24, 2025

UDIN NO.:
25223555BMINWS7716

S. ALAMELU
Partner
Memb. No. 223555

CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2025

(₹ in Lakhs)

Particulars			Note No.	As at March 31, 2025	As at March 31, 2024
I.	**ASSETS**				
1	**Non-current Assets**				
(a)	Property, Plant and equipment		2	29,724.47	25,826.88
(b)	Capital Work in progress		3	262.04	239.75
(c)	Investment Property		4	0.77	0.77
(d)	Goodwill		5	731.59	773.41
(e)	Other Intangible Assets		6	404.56	304.13
(f)	Financial Assets				
	i. Investments		7	1,128.48	12.45
	ii. Others		8	431.67	284.07
(g)	Other Non-Current Assets		9	843.81	557.50
	Total Non-Current Assets	**(1)**		**33,527.39**	**27,998.96**
2	**Current Assets**				
(a)	Inventories		10	36,773.36	29,348.64
(b)	Financial Assets				
	i. Investments		11	882.42	696.18
	ii. Trade Receivables		12	40,547.62	34,316.82
	iii. Cash and Cash Equivalents		13	351.55	324.93
	iv. Other Bank balances		14	571.83	882.29
	v. Loans		15	141.91	770.74
	vi. Others		16	231.92	302.65
(c)	Other Current Assets		17	4,947.93	4,678.32
	Total Current Assets	**(2)**		**84,448.54**	**71,320.57**
	TOTAL ASSETS	**(1+2)**		**1,17,975.93**	**99,319.53**
II.	**EQUITY AND LIABILITIES**				
1	**EQUITY**				
(a)	Equity Share Capital		18	1,768.27	1,738.27
(b)	Other Equity		19	52,626.63	45,607.87
	Equity attributable to the Owners of the Company			**54,394.90**	**47,346.14**
	Non Controlling interest			898.71	694.49
	Total Equity	**(1)**		**55,293.61**	**48,040.63**
2	**LIABILITIES**				
(1)	**Non-current Liabilities**				
(a)	Financial Liabilities				
	i. Borrowings		20	2,231.51	1,298.75
	ii. Net Liability in Leased Assets		21	305.09	362.70
	iii. Other Financial Liabilities		22	7.75	-
(b)	Provisions		23	20.76	101.30
(c)	Deferred tax liabilities (net)		24	2,691.59	2,459.79
(d)	Other Non Current Liabilities - Dealer, Distributor & Stockist			26.45	26.45
Total Non-current Liabilities		**(2)**		**5,283.15**	**4,248.99**
(3)	**Current Liabilities**				
(a)	Financial Liabilities				
	i. Borrowings		25	39,555.97	29,488.18
	ii. Current Maturity Of Leased Liability		26	57.61	-
	iii. Trade Payables		27		
	a. Due to Micro Small & Medium Enterprises			2,011.39	1,340.22
	b. Due to Others			13,091.20	9,031.72
	iii. Others		28	98.35	180.36
(b)	Other Current Liabilities		29	1,385.46	6,466.13
(c)	Provisions		30	996.28	278.37
(d)	Current Tax Liabilities (Net)		31	202.91	244.93
Total current Liabilities		**(3)**		**57,399.17**	**47,029.91**
TOTAL EQUITY AND LIABILITIES		**(1+2+3)**		**1,17,975.93**	**99,319.53**

Material accounting Policies - Note :1.The accompanying Notes are an integral part of the financial statements.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

May 24, 2025,
Coimbatore – 47

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED MARCH 31, 2025

(₹ in Lakhs)

Particulars		Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I.	**INCOME**			
	(a) Revenue From Operations	32	1,41,832.84	1,16,631.43
	(b) Other Income	33	533.97	194.76
	Total Income		**1,42,366.81**	**1,16,826.19**
II	**EXPENSES**			
	(a) Cost of materials consumed	34	1,09,563.51	88,846.68
	(b) Changes in inventories of finished goods and work-in-progress	35	-3,369.15	-747.15
	Consumption - Total		**1,06,194.36**	**88,099.53**
	(c) Employee benefit expenses	36	5,896.87	4,664.28
	(d) Finance Cost	37	4,113.73	3,408.58
	(e) Depreciation and amortisation expense	38	2,341.79	2,011.22
	(f) Other expenses	39	16,352.00	12,169.67
	TOTAL EXPENSES		**1,34,898.75**	**1,10,353.28**
III	**PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX**		**7,468.06**	**6,472.91**
	Exceptional items		-	-
IV	**PROFIT BEFORE TAX**		**7,468.06**	**6,472.91**
	Tax Expense	40	2,219.50	1,766.35
	Profit after Tax Before Share of Profit / Loss from Associate		**5,248.56**	**4,706.56**
	Share of Profit / Loss from Associate		-2.10	-
V	**PROFIT AFTER TAX**		**5,246.45**	**4,706.56**
	a. Attributable to Owners of the Company		5,084.35	4,587.50
	b. Attributable to Non-controlling Interest		162.10	119.06
VI	**OTHER COMPREHENSIVE INCOME**			
	Items that will not be reclassified to profit or loss			
	a. Re-measurement of post employment benefit obligations		-58.30	-79.80
	b. Change in fair value of FVOCI equity instruments		47.28	177.42
	c. Income Tax expenses on above		17.97	-35.37
VII	**TOTAL OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX**		**6.95**	**62.25**
VIII	**TOTAL COMPREHENSIVE INCOME FOR THE PERIOD**		**5,253.40**	**4,768.81**
	a. Attributable to Owners of the Company		5,092.44	4,651.30
	b. Attributable to Non-controlling Interest		160.96	117.51
IX	**EARNINGS PER SHARE**	41		
	- Basic after exceptional items (in ₹)		29.75	27.38
	- Diluted after exceptional items (in ₹)		29.67	25.94

Material accounting Policies - Note :1.The accompanying Notes are an integral part of the financial statements.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

May 24, 2025
Coimbatore – 47

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2025

(₹ in Lakhs)

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit/(Loss) after tax : Adjustments for:		5,246.45		4,706.56
Share of Loss from Associate	2.10		-	
Tax expenses	2,219.50		1,766.35	
Depreciation	2,341.79		2,011.22	
Interest Income	-60.20		-57.26	
Finance Costs	4,113.73		3,408.58	
Rental Income	-13.06		-5.10	
Lease Rental Income from Machinery	-2.38		-28.00	
(Gain)/Loss on Foreign Exchange Fluctuations (Net)	-287.77		-32.77	
Dividend Income	-6.72		-4.79	
Impairment of Goodwill	41.82		55.46	
(Profit)/Loss on Sale of Investments	-		-3.31	
(Profit)/Loss on Sale of Fixed Assets	247.81		-1.65	
Fair Valuation of Investments	47.28		-	
Other Non-operating Income	-60.06		-4.88	
Other Comprehensive Income	-58.30	8,525.54	-5.84	7,098.01
Operating Profit before working capital changes		**13,771.99**		**11,804.57**
Add: Adjusted for working capital changes : Inventories	-7,424.72		-1,968.55	
Trade and Other receivables	-5,531.23		-4,873.49	
Other Current Assets	-269.61		-1.030.59	
Trade and Other Payables	5,366.57		-836.39	
Other Liabilities	-5,080.66	-12,939.65	296.05	-8,412.97
Cash Generated from Operations		**832.34**		**3,391.60**
Direct Taxes Paid		-1,960.98		-1,334.33
Net Cash Flow from Operating Activities ......A		**-1,128.64**		**2,057.27**
B. INVESTING ACTIVITIES : Investment in Fixed Assets-Net	-6,945.22		-4,202.22	
Increase/ Decrease in Capital Work in Progress	-22.29		-176.66	
Non-operating Income	60.06		4.88	
Proceeds from Sale of Fixed Assets	357.60		43.74	
Rental Income Received	13.06		5.10	
Changes in Other Bank Balances	310.46		128.61	
Changes in Other Non-Current Financial Assets	-147.60		-127.72	
Changes in Other Non-Current Assets	-286.31		333.35	
Investment in Mutual Funds and Equitites (Net)	-186.24		-273.38	
Dividend Received	6.72		4.79	
Interest Received	60.20		57.26	
Non-Current Investments Made	-1,116.03		0.05	
Net Cash Used in Investing Activities ......B		**-7,895.59**		**-4,202.25**
C. FINANCING ACTIVITIES				
Proceeds/(Repayment) from Short Term Borrowings	10,067.79		2,548.24	
Sale Proceeds from Sale of Shares of Kaycee by Salzer	1,778.95		100.27	
Changes in Other Non-Current Financial Liabilities	7.75		-1.38	
Money received against share warrants	-208.89		2,297.57	
Increase in Share capital	30.00		-	
Increase in Share Premium	805.50		-	
Long Term Borrowings -Receipts	932.75		520.69	
Increase/(Repayment) of non current liabilities	-80.54		1.38	
Interest and finance Charges	-4,113.73		-3,408.58	
Lease Rental Income from Machinery	2.38		28.00	
Gain/(Loss) on Foreign Exchange Fluctuations	287.77		32.77	
Dividend and dividend tax paid	-458.88		-376.97	
Net Cash Generated from Financing Activities C		**9,050.85**		**1,741.99**
Net Increase in Cash and Cash Equivalents ......A+B+C		**26.62**		**-402.99**
ADD: Upon addition of new Subsidiary				**65.60**
ADD: Opening Cash and Cash Equivalents		324.93		727.92
Closing Cash balance		**351.55**		**324.93**

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

May 24, 2025,
Coimbatore – 47

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2025

A) EQUITY SHARE CAPITAL

Particulars	As at 31-03-2025	As at 31-03-2024
Balance at the Beginning of the Financial year	**1,738.27**	**1,618.27**
Changes in equity share capital during the year	**30.00**	**120.00**
Balance at the End of the Financial year	**1,768.27**	**1,738.27**

B) OTHER EQUITY

Particulars	Reservea and Surplus							Non-Controlling Interests	Total Equity
	Share application money pending allotment	Money Received Against Share Warrants	Capital Reserve	Securities Premium Reserve	Genneral Reserve	Retained Earnings	Other Items of Other Comprehensive Income		
Balance as at 31/03/2024	-	208.89	80.67	16,389.14	2,358.46	26,525.05	45.67	694.49	**46,302.37**
Profit for the year ended 31/03/2025	-	-	-	-	-	5,084.35	-	162.10	**5,246.45**
Other Comprehensive income:	-	-	-	-	-	-	8.09	-1.14	**6.95**
Capital Resrve	-	-	43.69	-	-	-	-	17.07	**60.76**
Transfer to other reserves (if any)	-	-	-	-	0.10	-	-0.10	-	**-**
Appropriations (if any)	-	-	-	-	-	-	-	-	**-**
Options exercised, pending allotment of shares	-	626.61	-	-	-	-	-	-	**626.61**
Allotment of shares	-	-835.50	-	805.50	-	-	-	-	**-30.00**
Dividend paid	-	-	-	-	-	-442.07	-	-16.81	**-458.88**
Adjustment due to reduction in Interest in Subsidiary	-	-	-	-	-	1,728.08	-	43.00	**1,771.08**
Balance as at 31/03/2025	-	**-**	**124.36**	**17,194.64**	**2,358.56**	**32,895.41**	**53.66**	**898.71**	**53,525.34**

The accompanying Notes are an integral part of the financial statements

In Terms Of Our Report Of Even Date

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2024

A) EQUITY SHARE CAPITAL

Particulars	As at 31-03-2024	As at 31-03-2023
Balance at the Beginning of the Financial year	**1,618.27**	**1,598.27**
Changes in equity share capital during the year	**120.00**	**20.00**
Balance at the End of the Financial year	**1,738.27**	**1,618.27**

B) OTHER EQUITY

Particulars	Reservea and Surplus							Non-Controlling Interests	Total Equity
	Share application money pending allotment	Money Received Against Share Warrants	Capital Reserve	Securities Premium Reserve	Genneral Reserve	Retained Earnings	Other Items of Other Comprehensive Income		
Balance as at 31/03/2023	-	1,253.32	80.67	13,167.14	2,108.46	22,395.22	148.00	554.60	**39,707.41**
Profit for the year ended 31/03/2024	-	-	-	-	-	4,587.50	-	119.06	**4,706.56**
Other Comprehensive income:	-	-	-	-	-	166.13	-102.33	-1.55	**62.25**
Transfer to other reserves (if any)	-	-	-	-	250.00	-250.00	-	-	**-**
Appropriations (if any)	-	-	-	-	-	-	-	-	**-**
Options exercised, pending allotment of shares	-	2,297.57	-	-	-	-	-	-	**2.297.57**
Allotment of shares	-	-3,342.00	-	3,222.00	-	-	-	-	**-120.00**
Dividend paid	-	-	-	-	-	-367.02	-	-9.95	**-376.97**
Adjustment due to Change in the Value of Good will	-	-	-	-	-	-	-	-24.01	**-24.01**
Adjustment due to Acquisition of new Subsidiary Company	-	-	-	-	-	-	-	41.00	**41.00**
Adjustment due to reduction in Interest in Subsidiary	-	-	-	-	-	-6.78	-	15.34	**8.56**
Balance as at 31/03/2024	-	**208.89**	**80.67**	**16,389.14**	**2,358.46**	**26,525.05**	**45.67**	**694.49**	**46,302.37**

The accompanying Notes are an integral part of the financial statements

In Terms Of Our Report Of Even Date

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

Coimbatore – 47
May 24, 2025

CONSOLIDATED SIGNIFICANT ACCOUNTING POLICIES

FOR THE YEAR ENDED MARCH 31, 2025

Significant Accounting Policies

Note No. 1

i. **Corporate Information**:

Salzer Electronics Limited, incorporated in January 1985 under the provisions of Companies Act, 1956. The Group is engaged in manufacture of Electrical Installation Products and Components viz., CAM Operated Rotary switches, Selector Switches, Wiring Ducts, Voltmeter Switches, copper wires and cables and allied products addressing customers in the electrical equipment, power, medical equipment, automotive as well as renewable and uninterrupted power system spaces, in a single and unified segment. The Parent Company is listed in Bombay Stock Exchange Limited and National Stock Exchange of India Limited and Subsidiary Company -Kaycee Industries Limited is listed in Bombay Stock Exchange Limited only.

ii. **General Information and Statement of Compliance with IND AS**

These Consolidated financial statements ('financial statements') of the Group have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The Group has uniformly applied the accounting policies during the periods presented.

These financial statements for the year ended March 31, 2025 were authorized and approved for issue by the Group's Board of Directors on May 24, 2025.

iii. **Basis of Preparation:**

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India.

The Financial Statements have been prepared and presented on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services as on the exchange date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on the basis stated above.In addition, for financial reporting purposes, fair value measurements are categorized into Level 1,2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 Inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

All amounts included in the financial statements are reported in lakhs of Indian rupees except share and per share data, unless otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

iv. **Basis of Consolidation**

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries.

a. Subsidiaries

Subsidiaries are entities over which the Group has control. Subsidiaries are consolidated on a line-by-line basis from the date the control is transferred to the Group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the Group. Changes in the Group's interest in subsidiaries that do not result in a loss of control are accounted as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company. In case of loss of control of a subsidiary, any excess of fair value of consideration received over carrying amount of the assets (including any goodwill) and liabilities of the subsidiary, is recognised as gain or loss in consolidated statement of profit and loss. Additionally components of Other Comprehensive Income of subsidiaries are reclassified to consolidated statement of profit and loss or transferred directly to retained earnings. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. These financial statements are prepared by applying uniform accounting policies in use at the Group.

The consolidated Ind AS financial statements of the Group include subsidiary which are incorporated in India in the table below

Name of the Entity	% of Holding	Reporting Date
Kaycee industries Ltd *Subsidiary Company*	71.91 %	31.03.2025
Salzer EV Infra Pvt Ltd *Wholly Owned Subsidiary Co*	100 %	31.03.2025
Salzer Kostad EV Charges Pvt Ltd *Subsidiary Company*	66.94 %	31.03.2025
Salzer Emarch Electromobility Pvt Ltd *Step down Subsidiary Company*	98.58 %	31.03.2025
Salzer Electronics Arabia Limited *Step down Overseas Subsidiary Company*	100 %	31.03.2025

b. Associates

Associates are all entities over which the group has significant influence but not control or joint control. (This is generally the case where the group holds between 20% and 50% of the voting rights). Investments in associates are accounted for using the equity method of accounting after initially being recognised at cost.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income.

The carrying amount of equity accounted in investments are tested for impairment.

Detail of Associate Company consolidated under Equity Method

Name of the Entity	% of Holding	Reporting Date
Ultra Fast Chargers Private Limited *Associate Entity through Kaycee*	30 %	31.03.2025

v) Use of Estimates:

The preparation of financial statements is in conformity with generally accepted accounting principles which require the management of the Group to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Application of accounting policies that require significant accounting estimates involving complex and subjective judgments and the use of assumptions in these

Financial statements have been disclosed separately under the heading “Significant accounting Judgements, estimates and assumption”.

vi. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current, when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle
- It is held primarily for the purpose of trading
- It is expected to be realised within twelve months after the reporting period, or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current, when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The entity classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

vii. Foreign currency transactions

Functional and presentation currency

The financial statements are presented in Indian Rupee which is also the functional and presentation currency of the Company. All amounts have been rounded-off to the nearest rupee.

(a) Initial recognition

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

(b) Conversion

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or any other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

(c) Forward Contract

Premium/ Discount in respect of Forward Contract are amortized as expense/income over the period of contract. Exchange differences arising on forward contracts between the exchange rate on the date of transaction and the exchange rate prevailing at the year end is recognized in the Statement of Profit and Loss.

viii) Property, Plant and Equipment:

Property, Plant and Equipment (PPE) is recognized when the cost of an asset can be reliably measured and it is probable that the entity will obtain future economic benefits from the asset.

Property, plant and equipment are stated at historical cost net of indirect taxes, including appropriate direct and allocated expenses less accumulated depreciation and impairment losses, if any. Increase/Decrease in rupee liability in respect of foreign currency liability related to acquisition of fixed assets is recognised as expense or income in the Statement of Profit and Loss. Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the group's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. 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 with the effect of any changes in estimate accounted for on a prospective basis. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method.

PPE is measured initially at cost. Cost includes the fair value of the consideration given to acquire the asset (net of discounts and rebates) and any directly attributable cost of bringing the asset to working condition for its intended use (inclusive of import duties and non-refundable purchase taxes). Subsequent expenditure relates to an item of PPE is capitalised if it meets the recognition criteria.

On the date of transition to Ind AS, barring Land which has been valued at Fair value, all other items of assets have been valued as per their 'deemed cost' in accordance with Ind AS 101.

Foreign exchange gain/loss arising on foreign currency denominated borrowing which are not hedged that were incurred to acquire PPE are recorded in the cost of the asset as per Ind AS 101 Para D13AA and Ind AS 21 Para 7A and depreciated over their remaining useful life. In respect of exchange gain/loss arising from foreign currency denominated borrowings which are hedged, accounting has been done based on hedge effectiveness either as derivate/cash flow hedge as per Ind AS 109.

Depreciation:

The depreciable amount of PPE (being the Gross carrying value less the estimated residual value) is depreciated on a systematic basis over its useful life.

In respect of certain classes of PPE, the Group uses different useful life other than those prescribed in Schedule II to the Act. The useful life of such class of PPE has been ascertained based on technical review by a Chartered Engineer and assessment by the management as detailed in the following table:

Class of Assets	Useful Lives
Buildings	30 Years
Plant and Machinery	15 Years
Windmill	22 Years
Electrical Machinery solar	30 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years/6 Years (subsidiary)
Leasehold Buildings	7 Years
Office Equipments	5 Years
Electrical Fittings	10 Years

An item of property ,plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the profit or loss.

xi) Investment property:

Investment property is a property, being a land or a building or part of a building or both, held by the owner or by the lessee under a finance lease, to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of business Investment properties (if any), are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

x) Intangible assets and amortization:

An intangible asset is an identifiable non-monetary asset without physical substance.

Intangible assets are recognised only if it is probable that future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Computer software licenses are capitalised on the basis of costs incurred to acquire and bring to use the specific software. Operating software is capitalised and amortised along with the related fixed asset.

The Group has used the following useful lives to amortise its intangible assets:

Class of Assets	Useful Lives
Computer software	3 Years
Internally Generated Intangible assets	3 Years
Computer Servers	6 Years

xi. Research and Development Expenditure:

Research & Development expenditure is charged to revenue under the natural heads of account in the year in which it is incurred. However, expenditure incurred at development phase, where it is reasonably certain that outcome of research will be commercially exploited to yield economic benefits to the Company, is considered as Intangible Asset and amortized in accordance with the policies stated above.

xii. Impairment of Non Financial assets

The Group periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. For an asset or group of assets that does not generate largely independent cash inflows, the recoverable amount is determined for the cash- generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs to is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognized.

xiii) Inventories:

Inventories are carried at the lower of cost and net realizable value.

Cost includes all applicable costs incurred in bringing the properties to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost of raw materials including consumables and stores & spares are determined on FIFO (First In First Out) Basis.

Cost of work-in-progress is valued at cost of materials and labor together with relevant factory overheads. The cost of work-in progress is determined on the basis of weighted average method.

The finished goods are valued at cost inclusive of excise duty (or) net realizable value whichever is less.

xiv) Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

1. Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI);
- Debt instruments and equity instruments at fair value through profit or loss (FVTPL);
- Equity instruments measured at fair value through other comprehensive income (FVTOCI).

Debt instruments at amortized cost:

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI:

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI).

Debt instrument at FVTPL:

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Equity investments (other than investments in subsidiaries and joint ventures):

All equity investments within the scope of Ind AS 109,' Financial Instruments', are measured at fair value either through statement of profit and loss or other comprehensive income. The Group makes an irrevocable election to present in OCI the subsequent changes in the fair value on an instrument-by-instrument basis. The classification is made on initial recognition.

If the Group decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, impairment gains or losses and foreign exchange gains and losses, are recognized in the OCI. Any gains or losses on de-recognition is recognized in the OCI and are not recycled to the statement of profit or loss.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

De-recognition of Financial Assets:

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily de-recognized when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ' pass - through ' arrangement and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Investment in Subsidiaries, Associates and Joint ventures:

The Investment in associates are accounted at cost in accordance with Ind AS 28. Investment in Subsidiaries are accounted at cost in accordance with Ind AS 27

2. Financial Liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and transaction cost (if any) that is attributable to the acquisition of the financial liabilities is also adjusted.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

a. Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are de-recognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

b. Trade and other payables

These amounts represent liabilities for goods or services provided to the Group which are unpaid at the end of the reporting period. Trade and other payables are presented as current liabilities when the payment is due within a period of 12 months from the end of the reporting period. For all trade and other payables classified as current, the carrying amounts approximate fair value due to the short maturity of these instruments. Other payables falling due after 12 months from the end of the reporting period are presented as non-current liabilities and are measured at amortized cost unless designated as fair value through profit and loss at the inception.

c. Other financial liabilities at fair value through profit or loss:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognized in the profit or loss.

d. De-recognition of Financial Liabilities:

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or Modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

3. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

4. Compound Financial Instruments:

A financial instrument that comprises of both the liability and equity components are accounted as compound financial instruments. The fair value of the liability component is separated from the compound instrument and is subsequently measured at amortized cost. The residual value is recognized as equity component of other financial instrument and is not re-measured after initial recognition.

The transaction costs related to compound instruments are allocated to the liability and equity components in the proportion to the allocation of gross proceeds. Transaction costs related to equity component is recognized directly in equity and the cost related to liability component is included in the carrying amount of the liability component and amortized using effective interest method.

xv) Impairment of Financial assets:

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses, if the credit risk on the financial asset has increased significantly since initial recognition.

xvi) Fair value measurement:

The Group measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1**: Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- **Level 2**: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable, or
- **Level 3:** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level Input that is significant to the fair value measurement as a whole) at the end of each reporting period.

xvii) Revenue Recognition:

a. Revenue from sale of goods and services:

Revenue is measured at the fair value of the consideration received or receivable for goods supplied and services rendered, net of returns and discounts to customers.

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership in the goods are transferred to the buyer, which is mainly upon delivery, the amount of revenue can be measured reliably and the recovery of consideration is probable. Revenue from the sale of goods includes excise and other duties which the Group pays as a principal but excludes amounts collected on behalf of third parties, such as goods and service tax (GST) and value added tax, as applicable.

Export Benefits are recognized as revenue when the right to receive credit as per the terms of the entitlement is established in respect of exports made.

Revenue from services is recognised in the periods in which the services are rendered.

b. Revenue from Projects

Revenue from fixed Price Contracts, where the performance obligation is satisfied over the period of time and where there is no un-certainty as to measurement or collectability of consideration is recognized as per the percentage of completion method in accordance with the IND AS 115. Under the percentage of completion method, revenue is recognised in proportion that the contract costs incurred for work performed up to the reporting date bear to the estimated total contract costs. The amount recognised is net of goods and service tax (GST), service tax and other amounts collected from the customer in the capacity of an agent, as applicable. In cases where the total project cost is estimated to exceed the total estimated revenue from a project, the loss is recognised immediately.

Contract costs include the estimated material costs, installation costs and other directly attributable costs of the project.

Contract revenues represent the aggregate amounts of fair value of sale price for agreements entered into and are accrued based on the percentage that the actual construction costs incurred until the reporting date bears to the total estimated construction costs to completion.

The estimates for contract costs are reviewed by the management periodically and the cumulative effect of the changes in these estimates, if any, are recognized in the period in which these changes may be reliably measured..

c. Dividend :

Income from dividends are recognized when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

Final dividend on shares are recorded as a liability on the date of approval by the shareholders at the annual general meeting and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors

d. Interest Income:

Interest income, including income arising from other financial instruments, is recognised using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss. The expected cash flows are reassessed on a yearly basis and changes, if any, are accounted prospectively.

a. Other Operating Revenue:

Other Operating revenue comprises income from ancillary activities incidental to the operations of the Group and are recognized when the right to receive the income is established as per the terms of the contract.

Xviii) Leases as a Lessee:

The Group assesses at contract inception, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

(i) the contract involves the use of an identified asset

(Ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and

(Iii) the Group has the right to direct the use of the asset.

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets.

A) Right-of-Use Assets:

The Group recognizes 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 re-measurement of lease liabilities. The cost of right-of-use assets includes:

(I) The amount of lease liabilities recognized

(Ii) Initial Direct Costs incurred and

(Iii) Lease payment 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 underlying assets.

If ownership of the leased asset transfers to the Group 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.

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

B) Lease Liabilities:

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include:

(I) Fixed Payments (including any in-substance fixed payments) less any lease incentives receivable

(Ii) Variable lease payments that depend on an index or a rate

(Iii) Amounts expected to be paid under residual value guarantees

(Iv) The Exercise Price of a Purchase Option if the Company is reasonably certain to exercise that option and

(V) Payment of Penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses 'the interest rate implicit in the lease', if that rate can be readily determined or the Group's 'incremental borrowing rate', if 'the interest rate implicit in the lease' is not readily determinable to discount the lease payments.

After the commencement date, the amount of lease liabilities is increased to reflect the interest on lease liabilities and reduced to reflect the lease payments made.

In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

C) Short-term Leases and Leases of Low-Value Assets:

The Group applies the exemption applicable to Short-term Leases (i.e. Leases that, at the commencement date, have a lease term of 12 months or less without a purchase option) and to Leases of Low-Value Assets. Lease Payments on Short-term Leases and Leases of Low-Value Assets are recognized as an expense on a straight-line basis over the lease term.

Leases as a Lessor:

The Group classifies each of its leases as either an operating lease or a finance lease.

A) Finance Lease:

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

At the Commencement Date, the Group recognizes assets held under a finance lease as a Receivable at an amount equal to the 'Net Investment in the Lease'.

The Group recognizes finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the Group's 'Net Investment in the Lease'.

B) Operating Lease:

A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

The Group recognizes lease payments from operating leases as income on a straight-line basis over the lease term.

Xix) Employee benefits

1. Short Term and other long term employee benefits:

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

Compensated leave absences are encashed by employees at year end and no carry forward of leave is permitted as per the leave policy.

2. Post-Employment Benefits

a. Defined Contribution Plans

A defined contribution plan is a post- employment benefit plan under which the Group pays specified contributions to a separate entity. The Group makes specified monthly contributions towards Provident Fund and Superannuation Fund. The Group's contribution is recognized as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

b. Defined Benefit Plans

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognized in OCI in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment.

xx) Share Based Payments Arrangements

Equity-settled share based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

xxi) Borrowing costs:

Borrowing costs directly attributable to acquisition/ construction of qualifying assets are capitalized until the time all substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use/ sale. All other borrowing costs are charged to statement of profit and loss.

xxii) Provisions:

A provision is recognized when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Provision for warranty:

Provision for expected cost of warranty obligations are recognized based on management's best estimate of the expenditure required to settle the obligations which takes into account the empirical data on the nature, frequency and average cost of warranty claims and regarding possible future incidents.

xxiii) Contingent liabilities and Contingent Assets:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent Assets are not recognized but are disclosed when the inflow of economic benefits are probable.

xxiv) Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares (if any) are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and consolidation of shares if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

xxv) Taxes on Income:

Tax expense comprises of current and deferred tax.

a. 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. Current income tax relating to items recognized directly in equity is recognized in other comprehensive income / equity and not in the statement of profit and loss. 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.

b. Deferred tax

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

xxvi) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

Business Combination under common control

Common control business combination includes transaction, such as transfer of subsidiaries or business, between entities within a Group. Business combinations involving entities or business under common control are accounted for using the pooling of interest method. Under pooling of interest, the assets and liabilities of the combining entities are reflected at their carrying amount, the only adjustment that are made are to harmonise accounting policies.

The financial information in the financial statement in respect of prior period are restated as if the business combination had occurred from the beginning of the preceding period in the financial statement, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information is restated only from that date.

The differences, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other asset and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

xxvii) Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Financial Officer (CFO), to make decisions about resources to be allocated to the segments and assess their performance.

The Company is primarily engaged in manufacturing of wide range of electrical installation products including devices for energy efficiencies services which all fall under One segment by name Electrical Installation Products for any reporting requirements.

Significant accounting Judgments, estimates and assumptions:

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make judgments, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the areas of estimation uncertainty and critical judgments that the management has made in the process of applying the Group's accounting policies

a) Recognition of deferred tax assets:

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

b) Revenue recognition, contract costs:

The Group uses the percentage of completion method for recognition of revenue, accounting for unbilled revenue and contract cost thereon for its contractual projects. The percentage of completion is measured by reference to the stage of the projects and contracts determined based on the proportion of contract costs incurred for work performed to date bear to the estimated total contract costs. Use of the percentage-of-completion method requires the Group to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Significant assumptions are required in determining the stage of completion, the extent of the contract cost incurred to the estimated total contract revenue and contract cost and the recoverability of the contracts. These estimates are based on events existing at the end of each reporting date.

c) **Provision and contingent liability**:

On an on-going basis, the Group reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements.

d) **Useful lives of depreciable assets:**

Management reviews the useful lives of depreciable assets at each reporting. As at March 31, 2025 management assessed that the useful lives represent the expected utility of the assets to the Group. Further, there is no significant change in the useful lives as compared to previous year.

e) **Evaluation of indicators for impairment of assets:**

The evaluation of applicable indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

f) **Defined benefit obligation**:

Management's estimate of the Defined Benefit obligation is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the obligation amount and the annual defined benefit expenses.

g) **Fair value measurements:**

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS (Contd.)

Note No. 2 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Particulars	Leasedhold Building	OWNED ASSETS										Total
	Right of Use of Assets	Freehold Land	Building	Plant & Equipment	Furniture & Fixtures	Electrical Machinery Solar	Vehic-les	Wind-mill	Office Equip-ments	Comp-uters	Electri cal Fittings	
Deemed Cost												
As at March 31, 2024	**644.70**	**2,973.36**	**4,260.78**	**34,092.29**	**1,464.17**	**421.46**	**223.55**	**652.30**	**46.55**	**43.66**	**17.18**	**44,840.00**
Additions	31.39	225.28	221.49	5,858.24	298.49	0.59	74.81	11.07	11.17	8.44	-	6,740.96
Disposal	-	-	-	1,040.52	3.66	1.23	38.12	1.28	3.42	-	-	1,088.23
As at March 31, 2025	**676.09**	**3,198.64**	**4,482.27**	**38,910.01**	**1,759.00**	**420.82**	**260.24**	**662.09**	**54.30**	**52.10**	**17.18**	**50,492.73**
Accumulated Depreciation												
As at March 31, 2024	**146.95**	**-**	**1,185.11**	**15,875.14**	**864.30**	**139.65**	**149.58**	**570.64**	**37.05**	**37.96**	**6.74**	**19,013.12**
Additions	74.03	-	126.85	1,859.00	127.84	20.75	16.87	7.68	2.08	5.22	1.22	2,241.54
Disposal	-	-	-	461.68	-	-	22.14	-	2.58	-	-	486.40
As at March 31, 2025	220.98	**-**	**1,311.96**	**17,272.46**	**992.14**	**160.40**	**144.31**	**578.32**	**36.55**	**43.18**	**7.96**	**20,768.26**
Net Carrying amount												
As at March 31, 2024	497.75	2,973.36	3,075.67	18,217.15	599.87	281.81	73.97	81.66	9.50	5.70	10.44	25,826.88
As at March 31, 2025	**455.11**	**3,198.64**	**3,170.30**	**21,637.55**	**766.85**	**260.41**	**115.93**	**83.78**	**17.75**	**8.92**	**9.22**	**29,724.47**

Details of properties pledged as security - Refer Note No. 20

Note No. 3 CAPITAL WORK IN PROGRESS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Work in Progress	262.04	239.75
Total	**262.04**	**239.75**

Capital-Work-in Progress (CWIP) as on 31.03.2025

(₹ in Lakhs)

CWIP	AMOUNT IN C.W.I.P AS ON 31.03.2025				TOTAL
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	262.04	-	-	-	262.04
Previous Year	239.75	-	-	-	239.75
Projects temporarily suspended	-	-	-	-	-

Capital-Work-in Progress (CWIP) as on 31.03.2024

(₹ in Lakhs)

CWIP	AMOUNT IN C.W.I.P AS ON 31.03.2024				TOTAL
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	239.75	-	-	-	239.75
Previous Year	63.10	-	-	-	63.10
Projects temporarily suspended	-	-	-	-	-

Note No. 4 INVESTMENT PROPERTY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Freehold Land	0.77	0.77
Total	**0.77**	**0.77**

Note No. 5 GOOD WILL

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Gross Carrying Amount		
Opening	773.41	828.88
Additions during the year	-	-
Impairment during the year	41.82	55.47
Disposal	-	-
Closing Balance	731.59	773.41
Net Carrying amount	**731.59**	**773.41**

Note No. 6 OTHER INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software	Designs	Total
Deemed Cost			
As at March 31, 2024	567.55	90.00	657.55
Additions	119.28	85.00	204.28
Disposal	3.59	-	3.59
As at March 31, 2025	**683.24**	**175.00**	**858.24**
Accumulated Amortisation			
As at March 31, 2024	351.64	1.78	353.42
Additions	52.30	47.96	100.26
Disposal	-	-	-
As at March 31, 2025	**403.94**	**49.74**	**453.68**
Net Carrying amount			
As at March 31, 2024	215.90	88.22	304.13
As at March 31, 2025	279.29	125.27	404.56

Note No. 7 NON-CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
INVESTMENTS IN EQUITY INSTRUMENTS	**No.**	**Amount**	**No.**	**Amount**
A) Measured at Fair value through Other Comprehensive Income				
(I) Quoted equity shares, fully paid up. Bank of India. (Equity Shares of ₹ 10/- each) (31.03.2025 - Rs.107.10 - 31.03.2024 -Rs.137/-)	2300	2.46	2300	3.15
Total	**2300**	**2.46**	**2300**	**3.15**
B) Measured at Cost				
(i) Un Quoted equity shares, fully paid up				
(a) Salzer Technologies Ltd. (Face Value of ₹ 10/- each)	83,250	8.33	83,250	8.33
(b) Jayachandar Windfarm Pvt Ltd, (Face Value of ₹ 10/- each)	2,830	0.28	8,710	0.87

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No.	Amount	No.	Amount
(c) Amplus Iru Pvt Ltd. (Face Value of ₹ 10/- each)	26,39,351	263.94	-	-
(d) Saraswath Bank (10000 shares of Rs.1 each)	10,000	0.10	10,000	0.10
(e) Ultrafast charges Pvt Ltd (face value of Rs.10 each) Associate company valued as per the equity method	5,86,061	749.85	-	-
Other Deemed Equity Investments(Valued at Cost)				
Ultrafast Charges Pvt. Ltd. - Associate Company		24.14		
Investment in Debentures (At Amortized Cost)				
77024 at 0.00001% optionally convertible debentures (OCD) of Ultrafast Charges Pvt. Ltd. (Face Value of Rs.10) - Associate Company		79.38		
Total	**33,21,492**	**1,126.01**	**1,01,960**	**9.30**
GRAND TOTAL	**33,23,792**	**1,128.48**	**1,04,260**	**12.45**
Aggregate value of quoted investments		2.46		3.15
Market value of quoted investments		2.46		3.15
Aggregate value of unquoted investments		1,126.01		9.30

Note No. 8 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Financial Assets at amortized cost		
Security Deposits	431.67	284.07
Total	**431.67**	**284.07**

Note No. 9 OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance for capital expenses	814.50	530.60
Other Deposits	29.31	26.90
Net Assets in Pakistan Unit (Considered Doubtful)	8.76	8.76
Less: Provision for above	-8.76	-8.76
Total	**843.81**	**557.50**

Note No. 10 INVENTORIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw Material (including goods in transit)	16,182.33	12,361.50
Packing Materials	404.30	310.79
Stock in Trade	273.46	175.86
Work in progress	15,324.89	11,961.45
Finished Goods	4,283.88	4,539.04
GOODS IN TRANSIT		
Raw Material	43.62	-
Finished Goods	260.88	-
Total	**36,773.36**	**29,348.64**

Details of Inventory Hypothecated as security - Refer Note No.25

Method of Valuation - Refer Note No.1.xiii

Note No. 11 CURRENT INVESTMENTS

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No.	Amount	No.	Amount
INVESTMENTS				
Measured at Fair value through Other Comprehensive Income				
(i) In Mutual Funds, quoted				
Aditya Birla Frontline Equity Fund Growth	10,680	52.17	9,466	42.85
Aditya Birla Sun Life Flexi Cap Fund - Growth	2,817	46.54	2,456	36.71
Aditya Birla Sun Life Flexi Cap Fund - Idcw Payout	13,541	20.51	13,541	19.92
Bandhan Sterling Value Fund - Systm Trans -Growth	23,271	32.13	18,336	24.20
Bandhan Sterling Value Fund Idcw Growth - System Transactions	71,464	26.32	71,464	27.06
Bandhan Sterling Value Fund- Lump Sum - Growth	3,569	4.93	3,569	4.71
Hdfc Top 100 Fund Growth	4,692	50.57	3,869	39.73
Hdfc Top 100 Fund Regular Plan Growth - Lump Sum	697	7.51	697	7.16
Icici Prudential Discovery Fund Growth	7,583	33.14	5,696	22.47
Icici Prudential Flexicap Fund - Growth	2,99,116	50.22	2,51,456	40.58
Icici Prudential Midcap Fund - Growth	20,605	53.40	17,419	41.87
Kotak Emerging Equity Fund Regular Plan Growth	8,887	10.50	8,887	9.11
Kotak Emerging Equity Fund Regular Plan Growth - System Trans	39,480	46.65	29,801	30.54
Kotak Flexicap Fund - Idcw - Regular Plan - Lump Sum	6,123	4.74	6,123	4.37
Kotak Flexicap Fund - Idcw - Regular Plan - Lump Sum	2,128	0.99	2,128	0.92
Kotak Flexicap Fund - Idcw - Regular Plan-Sysm Transactions	61,710	28.83	61,710	26.62
Kotak Flexicap Fund Regular Growth-Sysm Transactions	53,106	41.09	45,469	32.48
Nippon India Large Cap Fund	87,373	22.31	87,373	21.92
Nippon India Large Cap Fund Growth	53,470	44.63	47,027	36.77
Nippon India Multi Cap Fund - Growth	21,351	57.49	17,446	42.67
Pgim India Flexi Cap Fund Regular Plan Growth	1,33,142	44.36	1,10,614	34.54
State Bank Of India Mutual Fund	61,288	54.90	61,288	50.58
State Bank Of India Flexicap Fund - Regular Plan Growth	45,041	45.58	37,250	35.93
State Bank Of India Magnum Midcap Fund Growth	13,958	30.60	12,375	24.99
Sundaram Mid Cap Fund Regular Growth	3,691	45.59	3,127	34.36
Investments carried at fair value through Profit or Loss				
ICICI Prudential Mutual Fund-Regular Saving Fund Growth	36,714	26.72	490	3.12
Total		**882.42**	490	**696.18**
Aggregate value of investments		882.42		696.18
Market value of investments		**882.42**		**696.18**

Note No. 12 TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good	39,053.46	32,963.91
Doubtful	159.69	68.91
Sub Total	**39,213.15**	**33,032.82**
Less: Allowance for expected credit losses	207.45	65.72
	39,005.70	**32,967.10**
Others : Considered Good	1,541.92	1,349.72
Total	**40,547.62**	**34,316.82**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Trade Receivables ageing schedule for the year ended as on 31.03.2025

(₹ in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payments *					TOTAL
		Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade receivables-considered good	33,879.04	3,787.30	1,119.91	810.62	906.61	91.89	40,595.37
Undisputed trade receivables-considered doubtful	-	-	0.31	11.07	13.48	-	24.86
Disputed trade receivables-considered good	-	-	-	-	-	-	-
Disputed trade receivables-considered doubtfull	-	-	-	63.11	38.35	33.37	134.83
TOTAL	**33,879.04**	**3,787.30**	**1,120.22**	**884.80**	**958.44**	**125.26**	**40,755.06**

*** Includes Trade Receivable under Current and Non-Current Receivable**

Trade Receivables ageing schedule for the year ended as on 31.03.2024

(₹ in Lakhs)

Particulars	Not due	Outstanding for following periods from due date of payments *					TOTAL
		Less than 6 Months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed trade receivables-considered good	27,015.03	3,861.56	2,479.52	736.82	155.88	64.82	34,313.63
Undisputed trade receivables-considered doubtful	-	-	25.88	-	-	-	25.88
Disputed trade receivables-considered good	-	-	-	-	-	-	-
Disputed trade receivables-considered doubtfull	-	-	-	33.11	2.27	7.66	43.04
TOTAL	**27,015.03**	**3,861.56**	**2,505.40**	**769.93**	**158.15**	**72.48**	**34,382.55**

*** Includes Trade Receivable under Current and Non-Current Receivable**

Note No. 13 CASH AND CASH EQUIVALENTS

Particulars	**As at March 31, 2025**	**As at March 31, 2024**
Balances with Banks		
- In Current Accounts	236.10	241.12
Deposits(with original maturity of 3 months or less)	105.03	72.11
Cash on hand	10.42	11.70
Total	**351.55**	**324.93**

Note No. 14 OTHER BANK BALANCES

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks		
Earmarked Balances		
- In Unpaid / Unclaimed Dividend Accounts	25.63	24.65
- In Margin money and Bank Guarantee	53.85	51.00
Others		
- Deposit (with original maturity of more than 3 months)	492.35	806.64
Total	**571.83**	**882.29**

Note No. 15 LOANS

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans and Advances to employees	141.91	137.80
Loans and Advances - Others	-	632.94
Total	**141.91**	**770.74**

Note No. 16 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
Financial Assets at amortized cost		
Net Investment in Lease	-	4.97
Security Deposits	184.86	255.50
Windmill Income receivable	0.17	0.05
Energy Saver Deposit Receivable	46.89	42.13
Total	**231.92**	**302.65**

Note No. 17 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
(a) Advances other than capital advances		
Advances to Suppliers	1,773.71	2,350.17
(b) Others		
Prepaid expenses	197.66	156.27
Balances with statutory/government authorities	2,887.97	2,078.35
Other Receivables	88.59	93.53
Total	**4,947.93**	**4,678.32**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Note No. 18 EQUITY SHARE CAPITAL

Authorized Share Capital

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
1,90,00,000 equity shares of ₹ 10/- each	1,90,00,000	1900.00	1,90,00,000	1900.00
10,00,000 non-cumulative convertible preference shares of ₹ 10/- each	10,00,000	100.00	10,00,000	100.00
Total	**2,00,00,000**	**2000.00**	**2,00,00,000**	**2000.00**
Issued and Subscribed Capital				
Equity Share Capital	1,76,82,737	1,768.27	1,73,82,737	1,738.27
Total	**1,76,82737**	**1,768.27**	**1,73,82,737**	**1,738.27**

a. Reconciliation of shares outstanding at the beginning and at the end of the period

(₹ in Lakhs)

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Shares at the beginning of the period	1,73,82,737	1,738.27	1,61,82,737	1,618.27
Add: Shares issued during the period	3,00,000	30.00	12,00,000	120.00
Less: Shares bought Back	-	-	-	-
Outstanding at the end of the period	**1,76,82,737**	**1,768.27**	**1,73,82,737**	**1,738.27**

(₹ in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity share capital due to prior period error	Restated balance at the beginning of the current reporting period	Changes in Equity share capital during the current year	Balance at the end of the current reporting period
1,738.27	-	-	30.00	1,768.27

b. Terms/ Rights attached to the Equity Shares

- The company has issued only one class of Equity share having a par value of Rs. 10 per share. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held. Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote
- There are no restrictions attached to the equity shares except 12,00,000 equity shares allotted to the Promoters over the past two years upon conversion of warrants which have been subjected to lock-in (9,00000 equity shares) in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018

c. Shareholders holding more than 5% shares

Particulars	Class of Shares	As at March 31, 2025		As at March 31, 2024	
		No. of Shares	%	No. of Shares	%
Quebec Information Services India Limited	Equity	11,06,847	6.26%	11,06,847	6.37%
Saradha Investments Limited	Equity	9,01,470	5.10%	9,01,470	5.19%

D) Shares held by Promoters at the end of the year 31-03-2025

Particulars	Class of Shares	As at March 31, 2025		As at March 31, 2024		% Change during the year
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	
R. DORAISWAMY	Equity	3,16,619	1.79%	3,15,139	1.81%	-0.02%
D. RAJESH KUMAR	Equity	2,62,420	1.48%	2,62,420	1.51%	-0.03%
THILAGAM RAJESH KUMAR	Equity	4,86,044	2.75%	4,86,044	2.80%	-0.05%
VISHNU RANGASWAMY	Equity	8,09,740	4.58%	8,09,740	4.66%	-0.08%
RAMASWAMY PAPPAMMAL	Equity	32,622	0.18%	59,922	0.34%	-0.16%
SAMHITA RAJESH	Equity	39,300	0.22%	25,800	0.15%	0.07%
HARSHINI RAJESH	Equity	13,800	0.08%	-	-	0.08%
SARADHA INVESTMENTS LTD	Equity	9,01,470	5.10%	9,01,470	5.19%	-0.09%
SRVE INDUSTRIES LIMITED	Equity	8,21,733	4.65%	8,21,733	4.73%	-0.08%
QUEBEC INFORMATION SERVICES I LTD	Equity	11,06,847	6.26%	11,06,847	6.37%	-0.11%
K R HEALTH CARE PRIVATE LTD	Equity	5,04,987	2.86%	5,04,987	2.91%	-0.05%
SALZER EXPORTS LTD	Equity	7,35,682	4.16%	7,85,682	4.52%	-0.36%
SALZER SECURITIES HOLDINGS LTD	Equity	1,07,007	0.61%	1,07,007	0.62%	-0.01%
SALZER SPINNERS LTD	Equity	5,00,000	2.83%	3,00,000	1.73%	1.10%
SALZER MAGNET WIRES LTD	Equity	-	-	-	-	–
TOTAL		**66,38,271**	**37.54%**	**64,86,791**	**37.32%**	**0.22%**

F) Shares held by Promoters at the end of the year 31-03-2024

Particulars	Class of Shares	As at March 31, 2024		As at March 31, 2023		% Change during the year
		No. of Shares held	% of Holding	No. of Shares held	% of Holding	
R. DORAISWAMY	Equity	3,15,139	1.81%	3,19,139	1.97%	-0.02%
D. RAJESH KUMAR	Equity	2,62,420	1.51%	2,62,420	1.62%	-0.02%
THILAGAM RAJESH KUMAR	Equity	4,86,044	2.80%	4,86,044	3.00%	-0.04%
VISHNU RANGASWAMY	Equity	8,09,740	4.66%	7,83,289	4.84%	-0.06%
R. PAPPAMMAL	Equity	59,922	0.34%	59,922	0.37%	-
SAMHITA RAJESH	Equity	25,800	0.15%	25,800	0.16%	-
SARADHA INVESTMENTS LTD	Equity	9,01,470	5.19%	8,01,472	4.95%	-0.06%
SRVE INDUSTRIES LIMITED	Equity	8,21,733	4.73%	8,21,733	5.08%	0.56%
QUEBEC INFORMATION SERVICES I LTD	Equity	11,06,847	6.37%	7,06,847	4.37%	-0.05%
K R HEALTH CARE PRIVATE LTD	Equity	5,04,987	2.91%	5,04,987	3.12%	0.59%
SALZER EXPORTS LTD	Equity	7,85,682	4.52%	3,84,761	2.38%	-0.03%
SALZER SECURITIES HOLDINGS LTD	Equity	1,07,007	0.62%	1,07,007	0.66%	-0.01%
SALZER MAGNET WIRES LTD	Equity	-	-	1,05,254	0.65%	-0.01%
SALZER SPINNERS LTD	Equity	3,00,000	1.73%	-	-	1.73%
TOTAL		**64,86,791**	**37.32%**	**53,68,675**	**33.18%**	**4.14%**

g) Information regarding issue of shares in the last five years

- On December 13,2022, the Company had allotted 17,00,000 shares warrants convertible into equity shares over the period of 18 months on a preferential basis to the Promoters Bodies Corporate at an issue price of Rs.278.50/- per warrant. As of March 31,2025, entire 17,00,000 warrants have been converted into equity
- The Company has not issued any bonus shares or undertaken any Buy Back of shares

h) Details of Shares held by Holding Company :

There are no Shares held by Holding Company / Subsidiaries of ultimate Holding Company as on 31st March 2025.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2024 (Contd.)

Note No. 19 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Money received against share warrants	-	208.89
Capital Reserve	124.36	80.67
Securities Premium	17,194.64	16,389.14
General Reserve	2,358.56	2,358.46
Retained Earnings	32,895.41	26,525.05
Other Comprehensive Income	53.66	45.66
Total	**52,626.63**	**45,607.87**

Note No. 20 BORROWINGS (NON-CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Term Loans		
Secured		
a. From Banks		
i) HDFC Bank		
Phase 1-Term Loan	-	15.00
Phase 2-Term Loan	2,033.77	863.31
ii) Axis Bank Ltd		
Term Loan-1	197.74	420.44
Total	**2,231.51**	**1,298.75**

Notes

1. Details of securities in respect of two Term Loan facilities from HDFC: Hypothecation of assets purchased under respective Term Loans and Equitable mortgage of (a) Factory Land & Building situated at Chinnamadampalayam measuring 2.82 acres bearing SF NO 539 & 533/1 Billichi Village, Coimbatore, (b) Industrial Land measuring 3.25 acres located at SF NO 754/2 , Keeranatham Village, Coimbatore (c) Guest House property at TS No 1/317/3, Ward No 4, Flat No 203, Vilvam Residency, Door No 48, West Club Road, Coimbatore (d) Commercial la nd measuring 4 acres in SF No 412, Pannikampatti Village, Periyanaickenpalayam, sub Regn Dist., Coimbatore (e) 4.33 acres of Non-agricultural Land standing in the name of the company located at SF No 53/1/C, Billichi, Coimbatore and (f) personal guarantee of Mr. D Rajesh Kumar
2. Details of securities in respect of Term facility from Axis Bank Ltd - : Hypothecation of assets purchased under respective Term Loans and Equitable mortgage of Land & Building of Unit IV situated at Bilichi Village- (a) 3.95 Acres at SF No. 863, (b) 2.58 Acres at SF No. 882/3 (c)0.67 Acres at SF No. 865 - totalling 7.20 Acres of Land and Personal Guarantee of Mr. R. Doraiswamy, Managing Director and Mr. D Rajesh Kumar, Joint Managing Director & CFO
3. Terms of Repayments. a) HDFC. Phase -1 Term Loan Repayable within-40 EMI of Rs.20,69,354/- b) Phase -2-Term Loan repayable within 74 EMI of Rs.25,69,271/- and 1 EMI of Rs.57,377/- c) Axis Bank:-Term Loan Repayable within 12 EMI of Rs.21,84,929/- and 6 EMI of Rs.32,95,687/-
4. In March 2025, The outstanding Term Loan of Union Bank of India was taken over by Axis Bank Ltd.

Note No. 21 NET LIABILITY IN LEASED ASSETS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Net Liability in Leased Liability	305.09	362.70
Total	**305.09**	**362.70**

Note No. 22 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Security Deposit Liability	7.75	-
Total	**7.75**	**-**

Note No. 23 PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Liability towards LIC. Group Gratuity Scheme	1.77	85.86
Leave Ecashment	18.99	15.44
Total	**20.76**	**101.30**

Note No. 24 DEFERRED TAX LIABILITES (NET)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax liability		
- On Fixed Assets	3,440.27	3,288.86
- On Revenue Recognition	76.24	76.24
- On Employee Benefit Expenses	39.28	39.28
- On Net Investment in Lease	9.71	8.57
- On MSME Dues	93.09	-
Less: Deferred tax Asset		
- On Fixed Assets	660.80	660.80
- On Revenue Recognition	33.72	30.38
- On Employee Benefit Expenses	77.06	62.62
- On Lease Liability and Debentures	97.52	104.05
- On Provision for doubtful debts	4.81	2.23
- On MSME Dues	93.09	93.09
Total	**2,691.59**	**2,459.79**

Note No. 25 BORROWINGS (CURRENT)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured Loan From Banks		
i) Canara Bank		
Cash Credit Secured by: Hypothecation of Inventories and Book Debts of Unit-I	2,610.21	2,835.54
ii) HDFC Bank		
Cash Credit Secured by: Hypothecation of Inventories and Book Debts of Unit-II	7,009.24	2,579.45
Pre-shipment Loan Secured by: Hypothecation of Inventories and Book Debts of Unit-II	7,993.49	6,604.44
Cash Credit Secured by: Hypothecation of Inventories and Book Debts of Unit-III	685.69	654.95
iii) Union Bank of India		
Cash Credit Secured by: Hypothecation of Inventories and Book Debts of Unit-IV	749.13	6,121.71
WCDL: Secured by: Hypothecation of Inventories and Book Debts of Unit-IV	-	750.00
Iv) Axis Bank		
Cash Credit Secured by: Hypothecation of Inventories and Book Debts of Unit-V	5,454.14	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Note No. 25 BORROWINGS (CURRENT) (Contd.)

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
v) IDFC Bank		
WCDL: Secured by: Hypothecation of Inventories and Book Debts of Unit-V	7,285.08	6,937.92
Sub Total	**31,786.98**	**26,484.01**
vi) Unsecured Loan from Bank		
Loans repayable on demand Loan from HDFC	2,560.99	2,500.00
Loans repayable on demand Loan from ICICI Bank	4,250.00	-
Sub Total	**6,810.99**	**2,500.00**
vii) Current Maturities of Long Term Borowings	958.00	504.17
Total	**39,555.97**	**29,488.18**

Note No. 26 CURRENT MATURITY OF LEASED LIABILITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current Maturities of Leased Liability	57.61	-
Total	**57.61**	**-**

Note No. 27 TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
	Current	**Current**
Trade payable - Micro and small enterprises	2,011.39	1,340.22
Trade payable - Other than Micro and small enterprises	13,091.20	9,031.72
Total	**15,102.59**	**10,371.94**

There are no interest amounts paid / payable to Micro, Small and Medium Enterprises. The information in relation to dues to Micro Enterprises and Small Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company, which has been relied upon by the auditors.

Trade Payable Aging schedule as at March 31, 2025

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payments				TOTAL
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	2,011.39	-	-	-	-	2,011.39
Others	11,993.71	1,081.70	11.02	1.07	3.70	13,091.20
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
TOTAL	**14,005.10**	**1,081.70**	**11.02**	**1.07**	**3.70**	**15,102.59**

Trade Payable Aging schedule as at March 31, 2024

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payments				TOTAL
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	970.39	369.83	-	-	-	1,340.22
Others	6,271.78	2,749.87	4.25	1.69	4.13	9,031.72
Disputed dues - MSME	-	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-	-
TOTAL	**7,242.17**	**3,119.70**	**4.25**	**1.69**	**4.13**	**10,371.94**

Note No. 28 OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest accrued and due on borrowings	72.72	104.97
Lease Liabilities	-	50.73
Unclaimed amount for fractional shares	-	0.01
Unclaimed dividends	25.63	24.65
Total	**98.35**	**180.36**

Note No. 29 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Statutory Dues	226.24	590.43
Advance from Customers	253.43	100.66
Creditors for capital goods	904.36	496.40
Creditors for expenses	1.43	5,278.64
Total	**1,385.46**	**6,466.13**

Note No. 30 PROVISIONS

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for Warranty	255.59	252.87
Interest on MSME Provision	-	6.93
Provision for expenses	718.06	-
Provision for Employee Benefits-Gratuity	10.57	7.63
Provision for Leave Encashment	1.21	0.99
Provision for Gratuity	10.85	9.95
Total	**996.28**	**278.37**

The Company gives warranties for its products undertaking to repair or replace the items that fail to perform satisfactorily during the warranty period. The provision for warranty claims represents the present value of the Management's best estimate of the future outflow of economic benefits that will be required under the Company's obligations for warranties under sale of goods legislations. The estimate has been made on the basis of historical warranty trends and may vary as a result of new materials, altered manufacturing processes or other events affecting product quality

Note No. 31 CURRENT TAX LIABILITY

(₹ in Lakhs)

Particulars	As at March 31, 2025	As at March 31, 2024
Current tax Liability - [Net of Advance Tax IT]	202.91	244.93
Total	**202.91**	**244.93**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Note No. 32 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) Sale of products (excluding GST)		
Sales - Domestics	1,17,605.67	97,093.07
Sales - Exports	21,896.22	16,941.08
Sales - Scrap	1,415.26	2,043.08
Sub Total	**1,40,917.15**	**1,16,077.23**
(b) Sale of Services		
Income by Energy Saver	75.43	-
Technical Services	215.81	148.32
Income by EESL Project	-	1.31
Engineering Services for mfg. product (Exports-Service.)	125.70	31.51
Sub Total	**416.94**	**181.14**
Gross Revenue from Sale of Products and Services	**1,41,334.09**	**1,16,258.37**
(c) Other operating revenue		
Conversion Charges Received	0.16	7.71
Income by Power Generation	57.48	63.42
Duty Drawback Income	280.05	191.62
RODTEP (Remission of Duties and Taxes on Export Products.)	161.06	110.31
Sub Total	**498.75**	**373.06**
TOTAL	**1,41,832.84**	**1,16,631.43**

Note No. 33 OTHER INCOME

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest from Bank Deposits	54.86	55.69
Foreign Exchange Rate Differences	287.77	32.77
Dividend received against investments	6.72	4.79
Insurance Claim Received	103.41	19.03
Profit on Sale of Assets	-0.05	1.65
Rental Income Received	13.06	5.10
Lease Rental Income From Machinery	2.38	28.00
Other Non-operating income (net of expenses)	60.06	4.89
Interest from Security Deposit	1.68	1.57
Interest on Investment in lease	0.09	0.90
Interest on Investment in Debentures	3.57	-
MTM on Mutual Funds	0.42	0.12
Net gain/loss on sale of investment	-	3.31
Profit and loss on Investment in Lease	-	0.51
Discount Received	-	36.43
TOTAL	**533.97**	**194.76**

Note No. 34 COST OF MATERIAL CONSUMED

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw Materials Consumption		
Opening Stock	12,361.50	11,233.69
Add: Purchases	1,03,847.89	82,127.20
Less: Closing Stock	16,225.95	12,361.50
Sub Total	**99,983.44**	**80,999.39**
Trading Materials Consumption		
Opening Stock	175.86	165.72
Add: Purchases	7,337.50	5,813.62
Less: Closing Stock	273.46	175.86
Sub Total	**7,239.90**	**5,803.48**
Packing Materials Consumption		
Opening Stock	310.79	227.33
Add: Purchases	2,433.68	2,127.27
Less: Closing Stock	404.30	310.79
Sub Total	**2,340.17**	**2,043.81**
TOTAL	**1,09,563.51**	**88,846.68**

Note No. 35 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening Stock		
Work-in-progress	11,961.45	11,695.22
Finished Goods	4,539.05	4,058.13
Sub Total	**16,500.50**	**15,753.35**
Less: Closing Stock		
Work-in-progress	15,324.89	11,961.45
Finished Goods	4,544.76	4,539.05
Sub Total	**19,869.65**	**16,500.50**
Net (increase)/decrease in inventory	**-3,369.15**	**-747.15**

Note No. 36 EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries and Wages including Bonus	5,196.07	4,021.21
Contribution to Provident and other funds	249.17	202.25
Workmen and Staff Welfare Expenses	373.81	369.75
Gratuity	77.82	71.07
TOTAL	**5,896.87**	**4,664.28**

Note No. 37 FINANCE COSTS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
a. Interest on Term Loan	190.23	185.85
b. Interest on working Capital Loan	2,710.92	2,172.05
c. Other Borrowing cost	1,175.20	1,010.82
d. Interest Expenses on Lease Liability	35.48	39.86
e. Others	1.91	-
TOTAL	**4,113.74**	**3,408.58**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Note No. 38 DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025
(a) Depreciation on Property, Plant and Equipment	2,241.54	1,964.58
(b) Amortisation on Other Intangible Assets	100.25	46.64
TOTAL	**2,341.79**	**2,011.22**

Note No. 39 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Consumptions of Store and Spares	538.96	410.13
Freight and Forwarding Charges	2,556.04	1,557.69
Power and Fuel	1,517.51	1,358.43
Repairs & Maintenance	1,216.90	1,027.79
Subcontracting Expenses	2,921.31	2,437.08
Contract Labour Expenses	3,124.61	1,745.31
Advertisement Expenses	7.02	5.97
Auditor's Remuneration (Refer Note No.39.1)	15.00	16.00
Director's Sitting Fees	25.89	28.30
Donation	31.40	34.33
Energy Saver Expenses	67.88	57.53
General Expenses	89.15	62.10
Insurance	87.44	81.57
Management system Expenses (ISO9000 &OSHAS)	8.40	5.79
Postage,Telephone& Telegram	34.42	35.17
Printing & Stationery	93.03	71.42
Rates and Taxes	76.52	65.84
Rent	271.72	195.80
Lease Rental Charges-Machinery	217.47	200.19
Research & Development Expenses	498.16	349.98
Warranty Expenses	26.85	48.92
Sales Promotional Expenses	1,167.26	1,074.00
Subscription & Periodicals	52.94	42.98
Technical/Professional/Legal Fee	499.40	340.28
Travelling and Conveyance	266.13	203.03
CSR Expenses	97.52	98.16
Expected Credit Loss	141.74	65.70
Expected Credit Loss - Liability Reversal	-	-127.89
Royalty	25.12	42.36
Impairment on Goodwill	41.82	55.46
Bad Debts	14.81	170.68
Sales & other Commission, Miscelleneous	2.55	13.04
Cash Discounts	22.76	25.36
Housekeeping Charges	31.24	29.92
Security Charges	28.47	31.35
Component Processing and other charges	286.81	309.90
Loss On Sale of Assets	247.75	-
Total Other Expenses	**16,352.00**	**12,169.67**

Note No. 39.1 AUDITOR REMUNERATION

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a) For Statutory Audit	15.00	12.50
(b) For Tax Audit	-	3.50
TOTAL	**15.00**	**16.00**

Note No. 40 TAX EXPENSES

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Current Tax		
Current tax on profit for the year	1,969.73	1,579.67
Change/ (Credit) in respect of current tax for earlier years	-	-3.52
TOTAL (A)	**1,969.73**	**1,576.15**
B. Deferred Tax		
Origination and reversal of temporary differences	249.77	190.21
Charge in respect of deferred tax for earlier years	-	-
TOTAL (B)	**249.77**	**190.21**
Tax expense recognized in Statement of Profit and Loss TOTAL (A)+(B)	**2,219.50**	**1,766.35**
Tax expense recognized in Other Comprehensive Income	-17.97	35.37
Total Tax Expenses	**2,201.54**	**1,801.73**

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current Tax		
Taxable profit for the year	9,033.03	6,534.44
Applicable income tax rate	25.17%	25.17%
Expected income tax	2,273.61	1,644.72
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Income exempt from tax	-428.36	-250.80
Expenses disallowed in determining the tax profit	119.93	185.76
Investment allowances		
Unrecognized deferred tax assets		
Others	254.32	186.67
Tax expense recognised in Statement of Profit and Loss A/c	**2,219.50**	**1,766.35**

Note No. 41 EARNINGS PER SHARE

(₹ in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to equity shareholders of the Company for basic and diluted EPS	5,084.35	4,587.50
Weighted average number of equity shares for basic EPS	176.35	167.57
Add: Potential Equity Shares on conversion of warrants	0.48	9.26
Weighted average number of shares for diluted EPS	176.82	176.83
Basic Earnings per equity share (in ₹)	29.75	27.38
Diluted Earnings per equity share (in ₹)	29.67	25.94

Note No. 42 GRATUITY

The details of various employee benefits provided to employees are as under:

A. Defined Contribution and other plans

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Employer's Contribution to PF	222.94	186.42
Employer's Contribution to ESIC	12.43	7.90
Employer's Contribution to Superannuation fund	7.06	7.29
TOTAL	**242.43**	**201.61**

B. Defined Benefit plans

In accordance with the Payment of Gratuity Act, 1972, the Group provides for gratuity, as defined benefit plan. The gratuity plan provides for a lump sum payment to the employees at the time of separation from the service on completion of vested year of employment i.e. five years. The liability of gratuity plan is provided based on actuarial valuation using the projected unit credit method as at the end of each financial year based on which the Group contributes the ascertained liability to Life Insurance Corporation of India with whom the plan assets are maintained.

These plans typically expose the Group to actuarial risks such as: investment risk, interest rate risk, salary risk and longevity risk.

Investment Risk: The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Longevity risk: The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability

Principal actuarial assumptions

Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Discount Rate	6.84%/6.93%/6.79%	7.24%/7.22%/7.21%
Expected Return on Assets	6.84%/6.93%/6.79%	7.24%/7.22%/7.21%
Salary Escalation	7.00%/6.50%/5.00%	6.50% to 5.00%
Attrition Rate	5.00% to 4.00%	5.00% to 4.00%

Amount recognized in Profit and Loss for the year

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Current Service Cost	84.09	76.59
Net Interest on Defined Benefit Obligations	-0.75	-1.39
Expenses recognized in the statement of profit and loss	83.34	75.20

Recognized in Other Comprehensive Income for the year

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Actuarial (Gain)/Losses due to Demographic Assumption changes in DBO	-	-
Return on plan assets (excluding amounts included in net interest expense)	-0.52	1.90
Acturial gains/losses arising from changes in financial assumptions	45.94	30.46
Acturial gains/losses arising from experience adjustments	12.89	47.45
Amount recognized in OCI for the current period	58.31	79.81

Change in present value of defined benefit obligation

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Present value of obligations as at the beginning of the year	1,239.59	1,068.26
Current Service Cost	84.09	76.59
Interest on Defined Benefit Obligations	83.09	78.70
Actuarial (gain)/loss on plan obligation	66.83	76.75
Benefits paid	-89.43	-60.71
Present value of obligations as at the end of the year	1,384.17	1,239.59

Change in fair value of plan assets

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Fair value of plan assets as at the beginning of the period	1,143.78	1,049.60
Return on plan assets	83.85	80.08
Contributions	224.83	77.86
Benefits paid	-89.43	-60.71
Actuarial gain/(loss) on plan assets	8.52	-3.06
Fair value of plan assets as at the end of the period	1,371,55	1,143.77

Net Asset/ Liability recognized in Balance Sheet

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Present value of obligations	1,384.17	1,239.59
Fair Value of Plan Assets	1,371.55	1,143.78
Amount recognized	12.62	95.81

Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

(₹ in Lakhs)

Particulars	March 31, 2025		March 31, 2024	
	Increase	Decrease	Increase	Decrease
Discount rate by 1%	-69.66	78.30	-66.74	74.74
Salary Escalation rate by 1%	73.93	-66.99	71.55	-65.50
Attrition rate by 1%	-4.25	4.65	-2.16	2.37
Mortality rate by 10%	-0.15	-	-0.08	-

Note No. 43 DIVIDENDS MADE

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Final dividend paid	458.88	376.97

In respect of the current year, the directors of holding company proposed a dividend of Rs.2.50 per share which is to be paid within stipulated time after declaration in the ensuing Annual General Meeting being held on September 12.2025. This equity dividend is subject to approval by shareholders at the aforesaid meeting and has not been included as a liability in these financial statements. The total estimated equity dividend to be paid is Rs. 442.07 Lakhs.

Note No. 44 COMMITMENTS AND CONTINGENT LIABILITIES

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Towards Import Obligations under EPCG	4,601.83	2,153.52
Letter of Credit for import and purchase of Raw Materials	2,623.77	1,141.09
Obligation towards Bank Guarantee	263.09	328.16
Excise Protest Fund Liability	40.55	40.55

Note No. 45 DISCLOSURE UNDER MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

(₹ in Lakhs)

Particulars	2024 - 2025	2023 - 2024
Trade Payables pertaining to dues to Micro and Small Enterprises (all are within agreed credit period and not due for payment) [Refer note 27]	2,011.39	970.39
The principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	376.74
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	0.79
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 the Micro, Small and Medium Enterprises Development Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	6.91
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 Micro, Small and MediumEnterprises Development Act, 2006.	-	-

The disclosure in respect of the amounts payable to Micro, Small and Medium enterprises as at 31 March 2025 has been made in the financial statements based on information received and available with the Group. Also, the Group has not received any claim for interest from any supplier as at the balance sheet date.

Note No. 46 CSR EXPENDITURE

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Gross amount required to be spent by the company during the year	67.00	71.00
Amount spent during the year	88.36	98.16

NOTE No. 47 FAIR VALUE MEASUREMENTS

i. Financial instruments by category

The carrying value of financial instruments by categories as at 31 March 2025 were as follows:

(₹ in Lakhs)

Particulars	Note	Amortised cost	FVTOCI	FVTPL	Total Carrying value	Total Fair value
Financial Assets						
Investments	7, 11	1,126.01	858.15	26.73	2,010.89	2,010.89
Trade Receivables	12	40,547.62			40,547.62	40,547.62
Cash and Cash equivalents	13	351.55			351.55	351.55
Other bank balances	14	571.83			571.83	571.83
Loans	15	141.91			141.91	141.91
Other financial assets	8, 16	663.59			663.59	663.59
Financial Liabilities						
Borrowings	20, 25	41,787.48			41,787.48	41,787.48
Trade payables	27	15,102.59			15,102.59	15,102.59
Lease Liabilities	21, 26	362.70			362.70	362.70
Other financial liabilities	22 & 28	106.10			106.10	106.10

The carrying value of financial instruments by categories as at 31 March 2024 were as follows: (₹ in Lakhs)

Particulars	Note	Amortised cost	FVTOCI	FVTPL	Total Carrying value	Total Fair value
Financial Assets						
Investments	7, 11	9.30	696.21	3.12	708.63	708.63
Trade Receivables	12	34,316.82			34,316.82	34,316.82
Cash and Cash equivalents	13	324.93			324.93	324.93
Other bank balances	14	882.29			882.29	882.29
Loans	15	770.74			770.74	770.74
Other financial assets	8, 16	586.72			586.72	586.72
Financial Liabilities						
Borrowings	20, 25	30,786.93			30,786.93	30,786.93
Trade payables	27	10,371.94			10,371.94	10,371.94
Lease Liabilities	21	413.43			413.43	413.43
Other financial liabilities	22 & 28	129.63			129.63	129.63

ii. Fair Value Hierarchy

The Group has classified its financial instruments into three levels in order to provide an indication about the reliability of the inputs used in determining fair values.

(i) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

(ii) 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).

(iii) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2025 (₹ in Lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Carrying value
Financial Assets					
Investments					
At fair value through Other Comprehensive Income	7, 11	855.69	-	-	855.69
Investments - Non - current - Quoted	7	2.46	-	-	2.46
Investments - Non - current - Unquoted	7	-	-	1,126.01	1,126.01
Investments carried at fair value through profit or loss	11	26.73	-	-	26.73
Financial Liabilities					
At amortised costs		-	-	-	-
Borrowings	20, 25	-	41,787.48	-	41,787.48

Fair value hierarchy of financial assets and liabilities measured at fair value as at March 31, 2024 (₹ in Lakhs)

Particulars	Note	Level 1	Level 2	Level 3	Carrying value
Financial Assets					
At fair value through Other Comprehensive Income	7, 11	693.07	-	-	693.07
At fair value through Profit and Loss	11	3.12	-	-	3.12
Investments					
Investments - Non - current - Quoted	7	3.15	-	-	3.15
Investments - Non - current - Unquoted	7	-	-	9.29	9.29
Financial Liabilities					
At amortised costs		-	-	-	-
Borrowings	20, 25	-	30,786.93	-	30,786.93

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values. Accordingly, the fair values of such financial assets and financial liabilities have not been disclosed separately.

iii. Valuation technique used to determine fair value

- The fair value of the financial assets and liabilities are at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants at the measurement date.
- The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other financial assets, current borrowings, trade payables and other current financial liabilities are a reasonable approximation of their fair values.
- The investment included in Level 3 hierarchy have been valued at cost approach to arrive at the fair values. The cost of unquoted investment approximate the fair value as there is a wide range of possible fair value measurement and the cost represents estimate of fair value within that range.
- The estimated fair value amounts as at March 31, 2025 have been measured as at that date. As such, the fair values of these financial instruments subsequent to reporting date may be different than the amounts reported at each year-end.
- There were no transfers between Level 1 , Level 2 and Level 3 during the year.

NOTE No. 48 FINANCIAL RISK MANAGEMENT

The Group's businesses are subject to several risks and uncertainties including financial risks.

The Group's activities expose it to credit risk, liquidity risk, market risk - interest rate risk and foreign currency risk. The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Ageing analysis, Credit ratings
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts
Market risk Interest rate risk	Long-term borrowings at variable rates	Cash flow forecasting, Sensitivity analysis
Foreign Currency risk	Recognised financial assets and liabilities not denominated in functional currency	Cash flow forecasting, Sensitivity analysis

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. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks.

The Group's credit risk generally arises from Cash and cash equivalents, trade receivables, and other financial assets.

Credit Risk Management

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

Assets Group	Description of category	Particulars	Provision for expected credit loss **
Low credit risk	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/life time expected credit loss
Moderate credit risk	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong	Nil	12 month expected credit loss/life time expected credit loss
High credit risk	Assets where there is a high probability of default.	Nil	12 month expected credit loss/life time expected credit loss/fully provided for

** Life time expected credit loss is provided for trade receivables.

Based on business environment in which the Group operates, a default on a financial asset is considered when the counterparty fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions. Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in statement of profit and loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

Classification of Financial assets among risk categories:

(₹ in Lakhs)

Credit rating	Particulars	March 31, 2025	March 31, 2024
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	44,287.40	37,590.12
Moderate credit risk	Nil	-	-
High credit risk	Nil	-	-

The loss allowance for trade receivables using expected credit losses for different ageing periods as at 31 March 2025 are as follows:

(₹ in Lakhs)

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
Gross Carrying Amount	33,879.04	3,787.30	3,088.72	40,755.06
Loss allowance provision	-	-	-207.45	-207.45
Net	33,879.04	3,787.30	2,881.27	40,547.62

The loss allowance for trade receivables using expected credit losses for different ageing periods as at 31 March 2024 are as follows:

(₹ in Lakhs)

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
Gross Carrying Amount	27,015.03	3,861.56	3,505.96	34,382.54
Loss allowance provision	-	-	-65.72	-65.72
Net	27,015.03	3,861.56	3,440.24	34,316.82

Reconciliation of loss allowance for trade receivables

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Balance at the beginning of the year	65.72	127.91
Additions during the year	141.74	65.70
Amounts written off during the year	**207.46**	**193.61**
Amounts recovered during the year	-	-127.89
Balance at the end of the year	**207.46**	**65.72**

Exposure to customers having more than 5% of outstanding in respect of Trade Receivables.

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
SCHNEIDER	2,117.59	1,683.80
TOTAL	**2,117.59**	**1,683.80**

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the business, the Group maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Group takes into account the liquidity of the market in which the entity operates. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of Financial Liabilities as at 31 Mar 2025 are as follows:

Particulars	Less than 1 year	1-5 year	More than 5 year	Total
Borrowings	39,555.97	2,231.51	-	41,787.48
Trade Payables	15,102.60	-	-	15,102.60
Lease Liabilities	57.61	305.09	-	362.70
Other financial Liabilities	106.10	-	-	106.10

Maturities of Financial Liabilities as at 31 Mar 2024 are as follows:

Particulars	Less than 1 year	1-5 year	More than 5 year	Total
Borrowings	29,488.17	1,298.75	-	30,786.92
Trade Payables	10,371.94	-	-	10,371.94
Lease Liabilities	50.73	278.57	84.13	413.43
Other financial Liabilities	129.63	-	-	129.63

Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Group's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return.

Interest rate Risks

The Group uses a mix of cash and borrowings to manage the liquidity & fund requirements of its day-to-day operations. 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 borrowings are floating rate borrowings and are carried at amortized cost. They are therefore subject to interest rate risk as defined in Ind AS 107, 'Financial Instruments - Disclosures'.

Interest rate risk exposure

The following table provide the break-up of the Group's fixed and floating rate borrowing

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Fixed Rate Borrowings	-	-
Floating Rate	41,787.48	30,786.92
Total Borrowings	**41,787.48**	**30,786.92**

Interest Rate Sensitivity analysis:

The Sensitivity Analysis below have been determined based on the exposure to interest rate for Floating Rate Liabilities, assuming the amount of the liability outstanding at the year end was outstanding for the whole year.

If interest rate had been 100 basis points higher/lower and all other variable were held constant, the Group's profit for the year ended 31.03.2025 would decrease/increase by ₹ **417.87 Lacs** (for the year ended 31.03.2024- decrease/increase by ₹ **307.87 Lacs**). This is mainly attributable to the Group"s exposure to interest rate on its variable rate borrowings.

Foreign Currency Risk

The Group's exposure to currency risk relates primarily to the Group's operating activities including anticipated sales & purchase and borrowings where the transactions are denominated in a currency other than the Group's functional currency. The risk is measured through a forecast of highly probable foreign currency cash flows.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at 31.03.2025 are as follows:

Particulars	US$	GPB	EURO
Financial Assets	98,71,156.30	4,15,475.48	6,84,427.91
Financial Liabilities	53,97,598.87	23,95,918.00	19,15,104.80
Net exposure	44,73,557.43	-19,80,442.52	-12,30,676.89

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at 31.03.2024 are as follows:

Particulars	US$	GPB	EURO
Financial Assets	73,71,465.82	4,17,995.05	2,87,070.16
Financial Liabilities	59,86,270.71	9,31,643.56	15,99,196.56
Net exposure	13,85,195.11	-5,13,648.51	-13,12,126.40

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign currency rates, with all other variablesheld constant.

Particulars	Impact on profit before tax			
	March 31, 2025		March 31, 2024	
	0.5%	-0.5%	0.5%	-0.5%
USD	0.22	-0.22	0.07	-0.07
GBP	-0.10	0.10	-0.03	0.03
EURO	-0.06	0.06	-0.07	0.07

NOTE No. 49 CAPITAL MANAGEMENT

The Group's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to shareholders through continuing growth. The Group's overall strategy remains unchanged from previous year.

The funding requirements are met through a mixture of equity, internal fund generation and other non-current borrowings. The Group's policy is to use current and non-current borrowings to meet anticipated funding requirements.

The Group monitors capital on the basis of the gearing ratio which is net debt divided by total capital (equity plus net debt).

Net debt are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

The following table summarizes the capital of the Group:

(₹ in Lakhs)

Particulars	March 31, 2025	March 31, 2024
Non-Current Borrowings (Refer Note : 20)	2,231.51	1,298.75
Current Borrowings (Refer Note : 25)	38,597.97	28,984.00
Current Maturities of Long term Debt (Refer Note : 25)	958.00	504.17
Total Borrowings (a)	41,787.48	30,786.92
Cash and Cash equivalents (Refer Note : 13)	351.55	324.93
Other Bank Balances (Refer Note : 14)	571.83	882.29
Current Investments (Refer Note : 11)	882.42	696.18
Total Cash (b)	1,805.80	1,903.40
Net Debt (c) = (a)-(b)	39,981.68	28,883.52
Equity (Refer Note : 18)	1,768.27	1,738.27
Other Equity (Refer Note : 19)	52,686.62	45,607.87
Total Equity (d)	54,454.89	47,346.14
Total Capital (e) = (c)+(d)	94,436.57	76,229.66
Gearing Ratio = (c)/(e)	0.42	0.38

NOTE No. 50 RELATED PARTY DISCLOSURES

Related Party Relationships

A) Related Party Relationships

Key Management Personnel

Mr. R Doraiswamy – Managing Director
Mr. D Rajesh Kumar – Joint Managing Director & CFO
Mr. K.M. Murugesan - Company Secretary

Non-Executive & Independent Directors

Mr. Sharat Chandra Bhargava
Mrs. Priya Bhansali
Mr. S. Raman

Non-Executive & Non-Independent Directors

Mr. Vishnu Rangaswamy
Mr. N Rangachary - Chairman
Mr. V Sankaran

Post-employment benefit plans

Salzer Electronics Limited Employees Gratuity Trust
Kaycee Industries Ltd Employees Gratuity Provident Fund and Trust

Other related Parties - Enterprises Owned or significantly influenced by Key Managerial Personnel or their relatives

Salzer Exports Limited
Salzer Spinners Limited
SRVE Industries
K R Health Care Private Limited
S R V E Industries Limited
K R Pharmacy
Quebec Information Services India Ltd

Trust under Common Control

Salzer Educational Medical Research Trust

Other related Parties

Salzer Securities Holdings Ltd
Saradha Investments Ltd

B) Related Party Transactions

(₹ in Lakhs)

	Particulars	Other Related Parties		Key Management Personnel		Total	
		March 31,2025	March 31,2024	March 31,2025	March 31,2024	March 31,2025	March 31,2024
1.	**SALE OF MATERIALS**						
1a	Salzer Exports Ltd	3878.45	3767.33			3878.45	3767.33
1b	Salzer Spinners Ltd	0.17	0.16			0.17	0.16
1c	K R Health Care Pvt Ltd	0.02	1.17			0.02	1.17
	SUB TOTAL	**3878.64**	**3768.66**			**3878.64**	**3768.66**
2.	**SALE OF ASSEST**						
2a	S R V E Industries		172.91				172.91
2b	Swtiches and Sockets		220.00				220.00
	SUB TOTAL		**392.91**				**392.91**
3.	**RENT RECEIVED**						
3a	Salzer Exports Ltd.	2.05	2.05			2.05	2.05
3b	Swtiches and Sockets		33.04				33.04
	SUB TOTAL	**2.05**	**35.09**			**2.05**	**35.09**
4.	**MEDICAL CARE SERVICE**						
4a	K R Health Care Pvt Ltd	**32.10**	**39.25**			**32.10**	**39.25**
5.	**MACHINERY RENT**						
5a	Salzer Exports Ltd.	**185.35**	**160.68**			**185.35**	**160.68**
6.	**PURCHASE OF MATERIALS**						
5a	Salzer Spinners Ltd		0.63				0.63
	SUB TOTAL		**0.63**				**0.63**
7.	**PURCHASE OF ASSESTS**						
7a	Salzer Exports Ltd.	39.06				39.06	
7b	Salzer Spinners Ltd	134.51	53.33			134.51	53.33
7c	S R V E Industries	129.49				129.49	
7d	Quebec Information Services (I) Ltd	47.06				47.06	
7e	S R V E Industries Ltd.		83.85				83.85
	SUB TOTAL	**350.12**	**137.18**			**350.12**	**137.18**
8.	**PURCHASE OF MEDICINE**						
8a	K R Pharmacy	**4.09**	**2.56**			**4.09**	**2.56**
9.	**LABOUR CHARGES**						
9a	Salzer Spinners Ltd	416.59	359.30			416.59	359.30
9b	S R V E Industries	779.94	668.58			779.94	668.58
9c	Swtiches and Sockets		249.37				249.37
	SUB TOTAL	**1196.53**	**1277.24**			**1196.53**	**1277.24**
10.	**RENT PAID**						
10a	Salzer Spinners Ltd	45.65	39.95			45.65	39.95
10b	Salzer Educational Medical Research Trust	19.80	19.80			19.80	19.80
	SUB TOTAL	**65.45**	**59.75**			**65.45**	**59.75**

B) Related Party Transactions (Cont . . .)

(₹ in Lakhs)

	Particulars	Other Related Parties		Key Management Personnel		Total	
		March 31,2025	March 31,2024	March 31,2025	March 31,2024	March 31,2025	March 31,2024
11.	**ELECTRICITY CHARGES**						
11a	Salzer Spinners Ltd	**90.90**				**90.90**	
12.	**DONATION**						
12a	Salzer Educational Medical Research Trust	**25.33**	**4.71**			**25.33**	**4.71**
13.	**MACHINERY ADVANCE**						
13a	Salzer Exports Ltd.	**120.87**	**24.50**			**120.87**	**24.50**
14.	**CSR SPENT THRO' TRUST**						
14a	Salzer Educational Medical Research Trust	**17.68**	**14.30**			**17.68**	**14.30**
15.	**PURCHASE OF SERVICES**						
15a	Quebec Information Services (I) Ltd	**79.06**	**90.39**			**79.06**	**90.39**
16.	**TRANSPORT**						
16a	Salzer Spinners Ltd	16.15	13.26			16.15	13.26
16b	K R Pharmacy	3.05	3.04			3.05	3.04
	SUB TOTAL	**19.20**	**16.30**			**19.20**	**16.30**
17.	**SECURITY DEPOSIT**						
17a	Salzer Educational Medical Research Trust		**40.18**				**40.18**
18.	**SALES COMMISSION**						
18a	Salzer Exports Ltd.		**177.00**				**177.00**
19.	**MANAGERIAL REMUNERATION**			**257.12**	**239.52**	**257.12**	**239.52**
20.	**DIRECTOR SITTING FEES**			**25.89**	**28.30**	**25.89**	**28.30**
	GRAND TOTAL	**6,067.37**	**6,241.34**	**283.01**	**267.82**	**6,350.38**	**6,509.16**

Notes :

a). Related party relationship is as identified by the management and relied upon by the auditors.

b) No amount in respect of related parties have been written off / written back during the year or has not made any provision for doubtful debts / receivable,

c) Related party transactions have been disclosed on basis of value of transactions in terms of the respective contracts.

D) Terms and conditions of sales and purchases: the sales and purchases transactions among the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates and memorandum of understanding signed with the related parties. For the year ended 31st March, 2024 and 31st March 2025, the Company has not recorded any loss allowances for transactions between the related parties

NOTE No. 51 SEGMENT INFORMATION

The Group is engaged in manufacture of Electrical Installation Products which is considered to be the only reportable business segment as per Ind AS 108, 'Operating Segments'. The Group operates primarily in India and there is no other significant geographical segment. The Group has widespread customer base and hence the Group does not have any concentration risk.

Entity-wide Disclosures:

Information about Geographical Revenue based on Location of Customers:.

(₹ in Lakhs)

Particulars	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
Within India	1,19,936.62	99,690.35
Outside India	21,896.22	16,914.08
Total	1,41,832.84	1,16,631.43

NOTE No. 52 LEASES AS A LESSESS :

The Holding Company, which entered into Lease Agreements with various Parties during the previous financial years for hiring the premises at different locations for manufacturing activities, has modified those agreement with the term of 11 Months with an option to extend further period with mutual consent of the parties to the agreement and the agreement has no clauses of controlling the let out of assets

Details of the properties Taken on Rent by the Holding Company:-

S. No.	Lesser and Address of the Property taken on Lease	Rent paid during the Year (in ₹)	Rent Advance (in ₹)	Tenancy Period
1.	**SALZER EDUCATIONAL MEDICAL RESEARCH TRUST**, SF,NO647/3A,3B&3D NO.2, Gudalure Village, Periyanaiackenpalayam, Coimbatore -641047	19,80,000	72,36,000	11 Months
2.	**MICRO SPINTEX P LTD**, S.F NO - 485, Mathampalayam,Coimbatore -641019	27,28,000	15,00,000	11 Months
3.	**MURUGESHAN.K.P,** S.F NO - 209H4 , Varatharaj.M Samichettipalayam, Coimbatore -641047	3,72,500	65,500	11 Months
4.	**SIVAPRAKASAM.A,** S.F NO -10/1 Thenral Nagar Samichettipalayam, Coimbatore -641047	46.860	30,000	11 Months
5.	**RANGAMMAL.M**, S.F NO - 209 H, Varatharaj.M Samichettipalayam, Coimbatore -641047	1,44,000	20,000	11 Months
6.	**MANORANJITHAM** W/o, Palaniswamy, S.F NO - 407/408 , HP Bunk Thottam, Vannankovil, Coimbatore -641047	4,95.900	3,00,000	11 Months
7.	**TAMIL SELVI.R,** S.F NO - 393, Samichettipalayam Coimbatore -641047	1,44,000	15,000	11 Months
8.	**SATHYABAMA. J**, S.F NO - 62/1 Samichettipalayam Coimbatore -641047	2,40,000	25,000	11 Months
9.	**MUMBAI OFFICE**	1,71,000	3,49,500	11 Months
10.	**MOHANRAJ. M** SF. No. 209,H-4 Varathraj Nagar, Coimbatore 641 047.	1,92,000	16,000	11 Months
11.	**SALZER SPINNERS LIMITED**, SF No 6/684,685 Chikkarampalayam, Annur Road, Karamadai Coimbatore - 641104	39,30,272	15,00,000	11 Months
12.	**LAKSHMI RING TRAVELLERS COIMBATORE PRIVATE LTD**, Athimugam Main Road,Moranapalli Village, Hosur, Krishnagiri 635109	64,83,750	25,00,000	11 Months
13.	**ANAND AND REVEENDERNATHA**, # 135, S.C Road , Seshadripuram Circle, Bangalore - 560020	94,262	1,15,580	11 Months
14.	**RANGARAJ. M** SF. No.209, H-4, Varadharaja Nagar, Coimbatore - 641 047.	-	6,000	11 Months
15.	**ARUNKKUMAR SPINNING MILL PRIVATE LIMITED** 570/2, Kariyampalayam Post.,Opp ; Annur Power House, Annur -641653	1,03,20,000	51,60,000	11 Months
	GRAND TOTAL	**2,73,42,544**	**1,88,38,580**	

Existing lease-hold building :-

The existing lease contract entered by the subsidiary Company pertains to buildings taken on lease for the subsidiary company's factory at Ambernath which is currently on a long term lease, expiring on 11/10/2099. The Right of Use Asset has been capitalised as a Lease hold building as of 31/3/2025 and depreciation is charged on[m1] a straight-line basis over the estimated useful lives of the assets (i.e. 30 years). Since there are no incremental payments, in the form of lease rentals to be made to the lessor in future, corresponding lease liability has not been disclosed as of 31/3/2025. The subsidiary Company does not have any lease restrictions and commitment towards variable rent as per the contract.

Lease hold Land and Building (Rs. In Lakhs)

Particulars	FY 25 (₹ in Lakhs)	FY 24 (₹ in Lakhs)
Balance at the beginning	497.75	609.18
Additions During the year	31.39	-
Depreciation During the year	74.03	72.12
Disposals during the year	-	39.31
Balance at the end of the year	455.11	497.75

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2025 (Contd.)

The following is movement in lease liabilities during the period

Particulars	FY 25 (₹ in Lakhs)	FY 24 (₹ in Lakhs)
Balance at the beginning of the period	413.43	457.88
Additions During the year	31.39	-
Finance cost accrued during the period	35.47	39.86
Payment of lease liabilities	117.59	84.31
Balance at end of the period	362.70	413.43

The following is the breakup of current and non-current lease liabilities

Particulars	FY 25 (₹ in Lakhs)	FY 24 (₹ in Lakhs)
Current	57.61	50.73
Non Current	305.09	362.70
Total	362.70	413.43

NOTE No. 53 Other Notes

- The Title deeds of the immovable properties (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Group.
- As per the Group's accounting policy, Property, Plant and Equipment (including Right of Use Assets) and intangible assets are carried at historical cost (less accumulated depreciation & impairment, if any), hence the revaluation related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- The Group has not granted Loans or Advances in the nature of loan to any promoters, Directors, KMPs and the related parties (As per Companies Act, 2013) , which are repayable on demand or without specifying any terms or period of repayments.
- No proceedings have been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- The Group has sanctioned facilities from banks on the basis of security of current assets. The periodic returns filed by the Group with such banks are in agreement with the books of accounts of the Group.
- The Group has adhered to debt repayment and interest service obligations on time. Wilful defaulter related disclosures required as per Additional Regulatory Information of Schedule III (revised) to the Companies Act, is not applicable.
- There are no transactions with the Companies whose name are struck off under Section 248 of The Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2025.
- All applicable cases where registration of charges or satisfaction is required to be filed with Registrar of Companies have been filed. No registration or satisfaction is pending at the year ended 31st March 2025.
- The Group has complied with the number of layers prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

- No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013.
- 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 Group (ultimate beneficiaries) or

  b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiary
- The Group have 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
- The Group has not operated in any crypto currency or Virtual Currency transactions
- During the year the Group has not disclosed or surrendered, any income other than the income recoginsed in the books of accounts in the tax assessments under Income Tax Act, 1961.
- Previous year figures have also been reclassified, regrouped, recast to conform to current year classification.
- **Key Ratios Formula (Standalone)**

  a) Current Ratio : Current Assets / Current Liabilities

  b) Debt-Equity Ratio : Total Debt/Total Equity

  c) Debt Service Coverage Ratio : Net Operating Income/Debt Service

  d) Return on Equity Ratio : Net Income/Share holders Equity

  e) Inventory turnover ratio/Days : Cost of Goods sold/Average Inventory

  f) Trade Receivables turnover ratio,/Days : Net Credit Sales/Average Accounts Receivables

  g) Trade payables turnover ratio/Days : Total Purchase/Average accounts payables

  h) Net capital turnover ratio,-Times : Net Sales/Working Capital

  I) Net profit ratio : Net Profit/Total revenues

  j) Return on Capital employed : Earning before Interest & Taxes/Capital Employed

  k) Return on Investment : Increase in fair market Value+Income from Investment/Fair Market Value of prior year+Current Year Addition.

In terms of our report attached

N. RANGACHARY
Chairman
(DIN :00054437)

R. DORAISWAMY
Managing Director
(DIN :00003131)

For **SWAMY & RAVI**
Chartered Accountants
FRN No.004317S

D. RAJESHKUMAR
Joint Managing Director &
Chief Financial Officer
(DIN: 00003126)

K.M. MURUGESAN
Company Secretary
(Memb. No.A25953)

S. ALAMELU
Partner
Memb. No. 223555

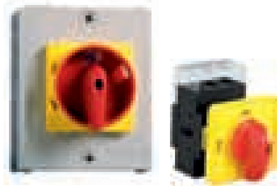
Coimbatore – 47
May 24, 2025

salzer®

The growing range....

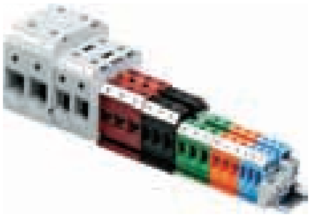
Rotary Switches

Load Break Switches



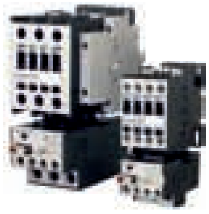
Cable Ducts

Terminal Connectors



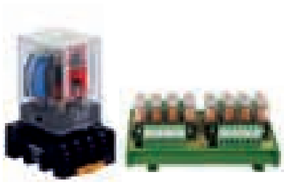
Photovoltaic Isolator

Contactors & OLRs



MPCB's

Relays & Relay Module



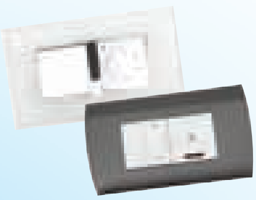
Limit /Foot Switches

Transformers & Chokes/ Inductors/Reactors

Toroidal transformers & CT's

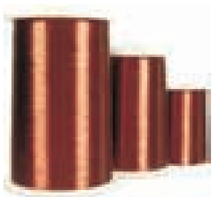
Smart Energy Meters

Modular Switches



Wires & Cables

Magnet Wires



Switch on to the Best...

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