

July 22, 2025

Corporate Relationship Department  
BSE Limited  
PJ Towers, Dalal Street  
Mumbai-400 001  
Scrip Code: 544322

The Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G, Bandra Kurla  
Complex, Bandra (E) Mumbai - 400 051  
Symbol: UNIMECH

Dear Sir/Madam,

**Sub: Submission of Annual Report for the Financial Year 2024-25 and Notice of the 9<sup>th</sup> Annual General Meeting (AGM) of the company**

We wish to inform you that, the **9<sup>th</sup> Annual General Meeting (AGM)** of the Company will be held on **Wednesday, August 13, 2025, at 11:00 A.M.** through Video Conferencing ("VC") / Other Audio-Visual Means.

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report including Notice of 9<sup>th</sup> Annual General Meeting of the Company for the financial year 2024-25.

Further, in accordance with Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has initiated sending a letter to the Shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing a web-link from where the Annual Report can be accessed on the website of the Company.

The Annual Report containing the notice is also uploaded on the company's website [www.unimechaerospace.com](http://www.unimechaerospace.com)

We request you to kindly take the above on record.

Thanking You,

**For Unimech Aerospace and Manufacturing Limited**

Ramakrishna Kamojhala  
**Whole Time Director (Finance)**  
**DIN: 07004517**

Encl: A/a

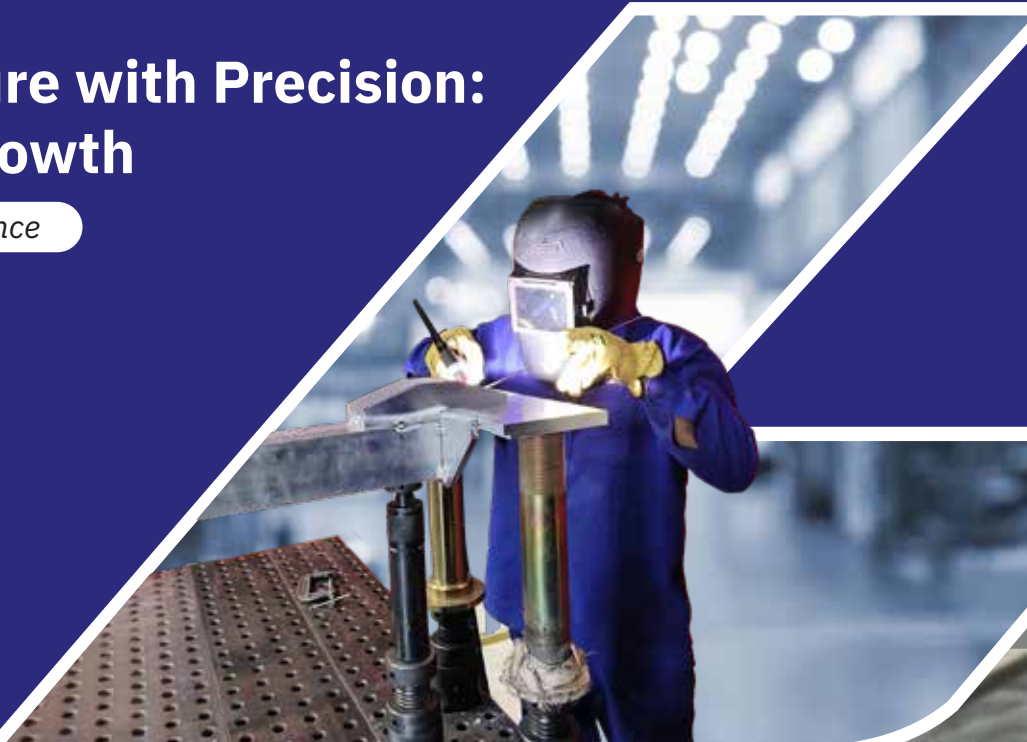




unimech

# Building the Future with Precision: Positioned for Growth

*Delivering Engineering Excellence*



Annual Report  
**2024-25**

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### Notice

#### INVESTOR INFORMATION

Market Cap (As on March 31, 2025)	INR 4,913.79 Crores
CIN	L30305KA2016PLC095712
BSE Code	544322
NSE Symbol	UNIMECH
AGM Date	August 13, 2025
AGM Venue	Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

#### Disclaimer:

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

#### Board of Directors

- Mr. Anil Kumar P**  
Chairman & Managing Director
- Mr. Ramakrishna Kamojhala**  
Whole-Time Director (Finance)
- Mr. Mani P**  
Whole-Time Director (Operations)
- Mr. Rajanikanth Balaraman**  
Whole-Time Director (IT, Growth & BD)
- Mr. Preetham S V**  
Whole-Time Director (People & KAM)

- Mr. Mukund Srinath**  
Independent Director
- Mr. Ashok Tandon**  
Independent Director
- Mrs. Vidya Rajarao**  
Independent Director
- Mr. Pavan Krishnamurthy**  
Independent Director
- Mr. Sridhar Ranganathan**  
Independent Director

#### Key Managerial Personnel

- Mr. Anil Kumar P**  
Chairman & Managing Director
- Mr. Ramakrishna Kamojhala**  
Whole-Time Director and CFO
- Mr. Mani P**  
Whole-Time Director
- Mr. Rajanikanth Balaraman**  
Whole-Time Director
- Mr. Preetham S V**  
Whole-Time Director

#### Statutory Auditors

**M S K A & Associates**  
Chartered Accountants

#### Secretarial Auditors

**Ms. Kalaivani S**  
Practicing Company Secretaries

## Corporate Information

#### Registered & Corporate Office

##### Unimech Aerospace and Manufacturing Limited

538, 539, 542 & 543, 14<sup>th</sup> Cross,  
7<sup>th</sup> Main, 4<sup>th</sup> Phase, Peenya Industrial Area,  
Bengaluru, Karnataka - 560058  
CIN: L30305KA2016PLC095712  
Website: [www.unimechaerospace.com](http://www.unimechaerospace.com)  
Tel: +91 80 4204 6782

#### Our Facilities

##### Unimech Aerospace and Manufacturing Limited

Plot No.38-J and 38-H  
Devanahalli General Industrial Area,  
Byradenahalli Village Kundana Devanahalli Taluk,  
Bengaluru Rural, Karnataka – 562110

#### Innomech Aerospace Toolings Private Limited

(100% Subsidiary of Unimech Aerospace and Manufacturing Limited)  
Plot No.3, Sy. No. 21-P, Aerospace SEZ Sector,  
Hitech Defence & Aerospace Park, Devanahalli  
Kavadadasanahalli, Devanahalli Taluk,  
Bengaluru – 562135, Karnataka, India

#### Registrar and Transfer Agent

##### KFin Technologies Limited

Unit: Unimech Aerospace and Manufacturing Limited,  
Selenium Tower B, Plot 31-32, Financial District,  
Nanakramguda, Serilingampally Mandal,  
Hyderabad - 500 032

#### Contact details:

Email ID: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com);  
Contact number: 1800-309-4001

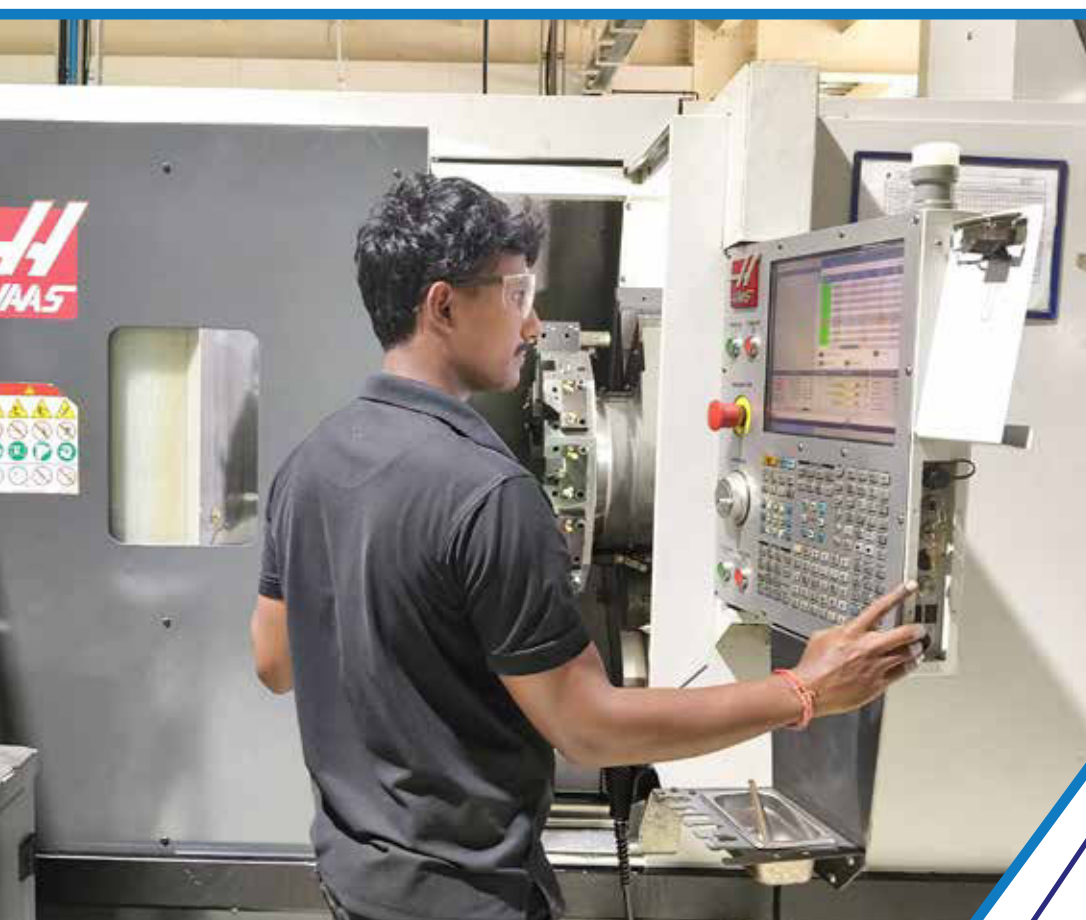
For more investor-related information, please visit:

<https://unimechaerospace.com/investorrelations/>

Or simply scan the QR code







# Building the Future with Precision: Positioned for Growth

At Unimech Aerospace, precision isn't just a metric, it's our mindset. In industries where the margin for error is razor-thin, **aerospace, defence, energy, and semiconductors** -our promise is unwavering: get it right, every time.

**We don't just work in high-stakes sectors. We thrive in them.** With a deep-rooted culture of discipline and a sharp focus on accuracy, we are not just suppliers, we are trusted partners in some of the world's most advanced systems.

Now, Unimech is entering a new chapter, **a phase of focussed growth and strategic expansion**. We've scaled our capacity, sharpened our tooling capabilities, and strengthened our portfolio with the confidence of experience and the energy of ambition.

Our edge? It's how we think. With clarity, with intent, and with a deep respect for the impact of our work.

This is our moment to define what comes next.

We are geared for scale.  
Built for speed.  
Committed to sustainability.

**And prepared for a global future that demands nothing less than precision.**



# IPO Glimpse and Strong Listing Performance

The FY 2024-25 will forever be etched in the history of Unimech Aerospace and Manufacturing Limited as a landmark period of transformation and achievement. On December 31, 2024, the Company proudly celebrated a monumental milestone with the successful listing of its equity shares on two of India's premier stock exchanges, the National Stock Exchange Limited (NSE Limited) and the BSE Limited.

This landmark Initial Public Offering (IPO) was met with an overwhelming wave of enthusiasm and trust from investors spanning diverse categories, underscoring the widespread confidence in Unimech's cutting-edge precision engineering expertise and its visionary roadmap for sustained growth. The robust market response not only reflects the Company's stellar reputation in aerospace engineering but also signals strong investor belief in its ability to innovate and lead in a highly competitive sector.

Key Highlights

INR **5,000** Million  
Issue Size

INR **591.25**  
Listing Premium

**184.34** Times  
Subscribed

INR **1,376.25**  
Listing Price

Unimech is channelling the fresh capital to fuel its next phase of growth and innovation, focussing on:

*Expanding Advanced Manufacturing Infrastructure*

To meet rising demand in aerospace tooling and allied industries.

*Accelerating Research & Development Initiatives*

To pioneer cutting-edge precision engineering technologies.

*Scaling Global Market Penetration*

Through strategic partnerships and enhanced distribution capabilities.

*Strengthening Working Capital*

To ensure operational agility and timely project delivery.

*Supporting Subsidiary Growth and General Corporate Purposes*

Reinforcing the Company's competitive positioning.





# Crafting Complexity with Confidence

The Company's strengths lie in its advanced manufacturing capabilities, export-driven operations, and expertise in delivering complex, high-precision solutions for critical sectors. Its strong global presence, proven financial performance, and ability to meet stringent client requirements position it as a preferred partner for industry leaders. Supported by an experienced management team, these strengths enable the Company to scale efficiently, expand into high-growth sectors, and maintain long-term customer relationships.

## Advanced Manufacturing Capabilities

The Company has built a robust and future-focussed manufacturing platform tailored to meet the evolving needs of high-precision industries. With capabilities spanning build-to-print and build-to-specification models, the Company operates through digitally integrated, certified

facilities that support complex engineering and stringent quality standards. A strong vendor ecosystem, multi-stage inspection protocols, and a focus on workforce advancement enable seamless execution and consistent delivery. Strategic expansions and long-term planning

continue to enhance Unimech's ability to scale efficiently while staying aligned with global benchmarks in performance, compliance, and customer satisfaction.

**2,13,000+** sq. ft.

Including New and Future-ready Facilities (as of March 31, 2025)

**141**

Super Specialised Machinery

**793**

Total Employees

**AS9100D, ISO 9001, ISO 45001:2018**

Across All Units

**High Mix & Low Volume**

Capability of Product Manufacturing

## Digitally-Driven Excellence

We are a digital-first manufacturing enterprise, powered by a fully integrated technology backbone that connects every function, from order to delivery. Our proprietary ERP

system, combined with advanced order-to-production software, drives precision, transparency, and efficiency across all operations. This end-to-end digital framework empowers us

to consistently meet the complex, high-precision requirements of our industries with agility, accountability, and speed.

**100%**

of Projects Managed Through ERP from Quote to Delivery

**100%**

CNC Programme Automation Rate

**100%**

Vendor Operations Has Real-Time Visibility



## Established Player with Unique Capabilities in a High-Barrier Sector

The Company has firmly established itself as a trusted manufacturer in aerospace and precision engineering focussed industries characterised by complex machining requirements and stringent quality expectations. Our unique ability to deliver a wide array of high-mix, low-volume products positions us distinctly in a sector marked by high barriers to entry. The

long lead time for customer approvals, the complexity of processes involved, and the need for consistent execution make vendor replacement by OEMs rare and difficult. Our adherence to globally recognised quality standards, combined with our technical expertise and customisation capabilities, makes us a preferred supplier to marquee customers across the aerospace,

defence, semiconductor, and energy sectors. Over time, we have successfully scaled our SKU base while maintaining precision, reliability, and agility, key attributes for success in our chosen industries.

**3,572** SKUs

for Tooling & Precision Complex Sub-Assemblies

**816** SKUs

for Precision Machined Parts

## Export-Driven Player with a Global Delivery Service Model

The Company is a predominantly export-oriented with a diversified customer base across the USA, Germany, Canada and the UK anchored by the USA as its largest market. The Company operates on a global delivery model that leverages third-party

logistics for both air and sea freight, enabling dependable and cost-efficient shipments across geographies. Its reputation for reliability is reflected in its 'green channel' shipment status, allowing direct dispatches without the need for pre-shipment inspections.

As part of its long-term strategy, Unimech is strengthening its global service infrastructure to enhance responsiveness and deepen customer relationships in key international markets.

**95.3%**

of Total Revenue Derived from Exports

**USA**

Accounts for the Largest Share of Export Revenue

**'Green Channel' Partner**

Allows Direct Shipments Without On-Site Inspections

## Robust Vendor Ecosystem and Sub-Contractor Management

The Company has built a resilient and scalable vendor ecosystem to support its high-mix, low-volume manufacturing model. With a network of carefully selected vendors and sub-contractors, it maintains agility while ensuring stringent quality standards. Sub-contractors focus on

less complex operations, allowing the Company to prioritise high-precision and critical manufacturing activities in-house. A dedicated supply chain team oversees vendor performance, conducts training, and enforces quality protocols. The integration of vendor activities into the Company's

proprietary ERP system enables real-time tracking, quality assurance, and timely deliveries ensuring seamless coordination across the extended manufacturing network.

## Experienced Management Team Driving Sustainable Growth

The Company's experienced leadership, spearheaded by its promoters with over 90 years of cumulative industry experience, provides strategic direction and executional excellence across engineering, operations, finance, and

manufacturing. Their prior tenures at established organisations lend depth and insight to the Company's growth trajectory. The leadership is backed by a strong engineering force and a steadily growing workforce, with a clear focus on innovation, training,

and capability building. Stability within senior management, reflected in low attrition rates, underpins consistent decision-making and effective execution across business functions.

**90+** Years

Combined Experience of Promoters

**211**

Engineering Workforce

From **384 to 793**

Workforce Growth During the Year

## Robust Financial Performance

The Company has delivered a strong financial trajectory marked by multi-fold growth in revenue, profitability, and return metrics over the last three fiscals. Supported by operational scalability and margin expansion, the Company has transitioned from a niche

engineering firm to a financially robust organisation. Rising profit margins, expanding EBITDA, and healthy returns on both capital and equity reflect operational efficiency and disciplined capital deployment. Recognition from leading rating agencies further validates

the Company's financial prudence and creditworthiness, laying a solid foundation for future expansion and stakeholder value creation.

INR **2,429.3** Million Revenue

INR **920.6** Million EBITDA for FY 2024-25

INR **834.6** Million PAT for FY 2024-25



# From the Chairman's Desk



**Anil Kumar P**  
Chairman & Managing Director



As Unimech embarks on this new chapter as a publicly traded entity, the infusion of capital and enhanced market visibility will empower the Company to accelerate its technological advancements, expand its global footprint, and deliver exceptional value to stakeholders. The successful listing marks the beginning of an exciting journey towards greater innovation, operational excellence, and long-term shareholder wealth creation.

## Dear Shareholders,

FY 2024–25 was a landmark year for us, marked by the successful listing. This milestone reflects the confidence placed in our approach and long-term vision. As we present our first annual report, we do so with pride in our progress and a clear focus on building a future anchored in engineering excellence and sustainable growth.

## Building the Future with Precision: Positioned for Growth

At Unimech precision is the foundation of our identity. In our first year as a listed Company, we have tried to capture both our legacy and our direction. We have built deep capabilities in high-complexity sectors like aerospace where trust is earned through consistent performance and execution. As we look ahead, our focus is on scaling these strengths, expanding into adjacent industries, and building a future that reflects the same discipline, clarity, and engineering excellence that brought us here. This is just the beginning, and we are poised to embrace the future with confidence.

## Significance of the IPO and Growth Opportunities Ahead

The successful completion of our Initial Public Offering is a proud moment for all of us at Unimech, a vote of confidence from our

investors in the journey we have embarked upon. The funds raised will play a crucial role in strengthening our operations and scaling the business.

As Unimech embarks on this new chapter as a publicly traded entity, the infusion of capital and enhanced market visibility will empower the Company to accelerate its technological advancements, expand its global footprint, and deliver exceptional value to stakeholders. The successful listing marks the beginning of an exciting journey toward greater innovation, operational excellence, and long-term shareholder wealth creation.

By investing in new machinery and facility expansion, we are empowering our teams to meet the growing demands of our clients with even greater precision and reliability. At the same time, focussing on working capital and reducing debt ensures we remain financially strong and agile. These steps reflect our commitment to delivering value, nurturing long-term relationships, and advancing our presence in vital sectors like aerospace, defence, energy, and semiconductors. Together, we are building a future grounded in trust, capability, and shared success.

## Capturing the Macro-Opportunity

We operate at the intersection of complexity and transformation, sectors that are not only evolving rapidly but also receiving focussed support at both global and domestic levels.



Globally, the demand for high-precision components is accelerating, driven by breakthroughs in aerospace, defence, energy, and semiconductor technologies. Unimech's presence in opportune sectors will lead us on the growth path. In the Aerospace segment, India is now the third-largest passenger aviation market as of FY 2024-25, and is emerging as a key hub for Maintenance, Repair, and Overhaul (MRO). Tooling, a core strength of Unimech, plays a vital role in ensuring the reliability and efficiency of aircraft fleets. Backed by Government initiatives and rising global demand, India's MRO market is projected to grow from USD 1.7 Billion in 2021 to USD 4 Billion by 2031, with a CAGR of 8.9%, well above the global average of 5.6%.

Domestically, policy momentum around indigenised development of energy, defence production and infrastructure expansion is reshaping the manufacturing landscape. In the nuclear sector, India is witnessing a major push to increase the energy production capacity to 100 GW by 2047. In line with this ambitious plan, NPCIL is planning to undertake several projects in the upcoming years. In congruence to this vision, we have prepared ourselves and suitably built various subsystems and components to be utilised for fitting and replacement of components for upcoming and existing reactors. Further the Government is also liberalising FDI's and encouraging private sector participation, which signals a new era of growth. For precision engineering firms with proven execution and domain expertise, these shifts represent more than opportunity, they mark a generational inflection point. And Unimech is ready to lead.

## Financial Performance and Operational Highlights During the Year

FY 2024-25 was a year of robust growth and strategic investments for Unimech Aerospace Engineering Limited. The Company delivered a healthy revenue from operations at INR 2,429.3 Million, an increase of 16% compared to the previous year. This was driven by strong demand of which 95% was exports, along with expanded capabilities. The aerospace tooling business remained the key contributor. EBITDA grew by 16% year-on-year to INR 920.6 Million, with the EBITDA margin holding steady at 38% despite significant investments in new facilities and human capital. Net Profit After Tax (PAT) showed a commendable increase, reaching INR 834.6 Million with an improved margin of 31%, up from 27% in the previous year. Return ratios also remained healthy, with adjusted Return On Capital Employed (ROCE) at 33% and Return On Equity (ROE) at 25%, underscoring strong capital efficiency and shareholder value creation.



Planned capacity increased from 2.2 Lakh hours to 6.3 Lakh hours (almost three times) as of March 2025 and we plan to increase this further to around 8.0 Lakh hours in FY 2025-26.

## Investing for the Future

We undertook significant expansion across infrastructure, machinery, and talent to prepare for the next phase of growth. A total of 141 machines are now operational, increasing our planned machining capacity nearly threefold to 6.3 Lakhs machine hours.

On the infrastructure front, we not only added 30,000 sq. ft. to Unit 1, but also started a new facility with 33,000 sq. ft. capacity expanding our total floor space to 2,13,000 sq. ft. spread over three facilities. Equally important, we onboarded experienced professionals across critical functions to support our growing operations. These strategic investments made during FY 2024-25 are expected to yield meaningful results in the coming years and form the cornerstone of our long-term growth roadmap.

### Nuclear Segment Focus

The Company is aggressively aiming to capture larger opportunities, actively participating in the upcoming EMCCR projects and also eyeing for business coming from building of new reactors. Unimech also has the vision to participate in the making of small and modular reactors and Bharat small reactors in future. Parallely, Unimech continues to challenge its manufacturing prowess by developing further complex machining subsystems and assemblies.

### Strategic Initiatives

We are also looking actively to expand our business inorganically, eyeing for opportunities with strong machining capabilities to deepen our technical bench and expand capacity along with introducing us to newer customer channels across the globe. Our approach here is to prioritise the cultural fit followed by strong margins and fair valuations. The objective through this

inorganic acquisition will be to drive synergies for the overall business. One such business is Dheya Engineering, in which we acquired a small stake prior to our listing.

### Dheya Engineering Acquisition

We signed an agreement proposed to acquire a 30% stake in Dheya Engineering, a company designing micro gas turbines for aerospace applications (UAVs, missiles). We will be the exclusive manufacturing partner, expanding Unimech's capability to built-to-design from a built-to-print solutions and turnkey projects. The remaining 14% of the 30% stake will be acquired upon completion of the first engine prototype approval.

### Recognising People Behind the Performance

In tandem with our business success and a strong, successful public listing, we took the opportunity to recognise and reward key members of our team in May 2025, whose contributions have been instrumental to Unimech's journey. As a mark of appreciation for

their dedication and commitment to the company's growth, we granted a select group of employees 98,526 equity shares under the 'Unimech ESOP Plan 2024'.

I firmly believe that the progress we aspire to—and have achieved—is a direct outcome of our collective efforts. The unwavering support, passion, and ownership demonstrated by our people continue to propel Unimech to new heights. As we move forward, we remain committed to recognising and rewarding our team as we achieve important milestones together.

## Risk Management and Compliance

At Unimech, we are committed to upholding robust governance and risk management practices that support long-term value creation. Our structured risk framework enables proactive identification, assessment, and mitigation of potential exposures across the business. These practices not only ensure transparency but also reinforce our ability to operate with consistency, resilience, and

accountability. Through this disciplined approach, we aim to safeguard stakeholder interests and ensure sustainable business continuity.

## Closing Remarks

Moving ahead, we prepare ourselves for the next leg of growth, where we plan to increase our revenue base by entering newer segments and identifying and engaging new acquisition targets. Our initiatives are aligned to deliver sustainable growth for the organisation, upholding shareholders' interests by maximising value for them. We remain committed to our core principles of yielding quality deliverables, driving towards continued success.

I extend my sincere gratitude to our shareholders, customers, employees, and partners for their continued trust and support as we build a resilient and future-ready organisation.

With Regards,

**Anil Kumar P**

Chairman & Managing Director





# A Global Player Offering High-Precision Engineering Solutions

Unimech Aerospace and Manufacturing Limited ('Unimech' or 'the Company'), established in 2016, specialises in machine engineering and manufacturing of critical systems and components. The Company's offerings include machining, fabrication, assembly, testing and creation of new products customised to suit the requirements across critical sectors.

The Company provides end-to-end support from design and conceptualisation to assembly and testing. Their manufacturing is

focussed on high-mix, low-volume production, focussing on both 'build to print' and 'build to specification' segments which requires precision

and customisation to meet the unique needs of global Original Equipment Manufacturers (OEMs) and their licensees.

## Business Offering

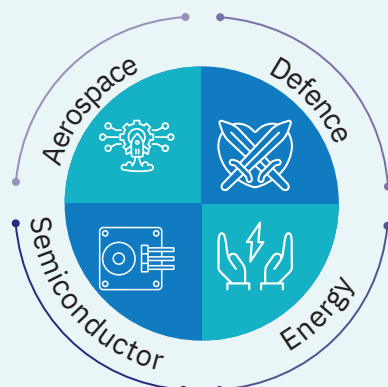
### Aero Tooling / MRO Tooling

They manufacture machine assemblies or aero tools for Maintenance, Repair, and Overhaul (MRO) in both Aero Engine and Airframe segments. This segment contributes the majority of the revenue. The growth strategy includes focussing on complex and large-size tools and seeking potential exclusive contracts with customers.

### Precision Components & Assemblies

This segment focusses on precision engineering components, sub-assemblies, and assemblies beyond aerospace, including defence, semiconductor, energy, and other emerging industries. The energy segment has been gaining significant focus due to government attention and high opportunities.

## Industries Served



## Key Business Metrics

4,388

Total SKUs

3,572

Tooling &amp; Precision Complex Sub-Assemblies

816

Precision Machined Parts

3

Manufacturing Units

30+

Total Clients

7

Countries Present

## Vision

To be a globally recognised leader in precision manufacturing, setting the gold standard in high-complexity tooling, electro-mechanical turnkey systems, and precision components. By combining advanced digital infrastructure, build-to-print and build-to-specification capabilities, customer-focussed solutions, and strategic investments, we aim to shape a future of innovation, operational excellence, and sustainable growth.

## Mission

To deliver transformative precision manufacturing solutions for the Aerospace, Defence, Energy, and Semiconductor industries through unmatched expertise in tooling, precision components, and electro-mechanical turnkey systems. By excelling in build-to-print and build-to-specification capabilities, leveraging cutting-edge design-to-manufacturing expertise, a robust digital infrastructure for quality and traceability, and a global manufacturing footprint, we empower our customers to achieve exceptional outcomes while creating sustainable value for all stakeholders.

## Values

At Unimech, we value integrity, safety, and accountability. We are committed to delivering high-quality products, embracing innovation, and continuously improving. Our goal is to exceed expectations and follow best practices in all we do.





# Our Growth Journey

Since its inception in 2016, the Company has charted a purposeful path of progress driven by vision, precision, and resilience. From expanding our manufacturing footprint to forging key partnerships and onboarding marquee global clients, every milestone has strengthened our foundation. The successful IPO in FY 2024-25 marked a defining moment, enabling us to scale further and deepen our global relevance.

## ★ FY 2024-25

- ▶ Unimech Global Manufacturing Solutions Inc. began consolidation as a 100% subsidiary
- ▶ Signed exclusive manufacturing agreement with Dheya Engineering Technologies Private Limited
- ▶ Got listed on NSE and BSE
- ▶ Expanded facility size to 2,13,000 sq. ft., while adding a new facility with 33,000 sq. ft.

## ★ FY 2023-24

- ▶ Added more airframe & engine OEMs to our customers list

## ★ FY 2022-23

- ▶ Unimech Healthcare Private Limited ceased to be a consolidated subsidiary

## ★ FY 2019-20

- ▶ Received ISO 45001:2018 certification from NQA Certification Limited. Also certified for ISO 9001:2015 and AS9100D

## ★ FY 2015-16

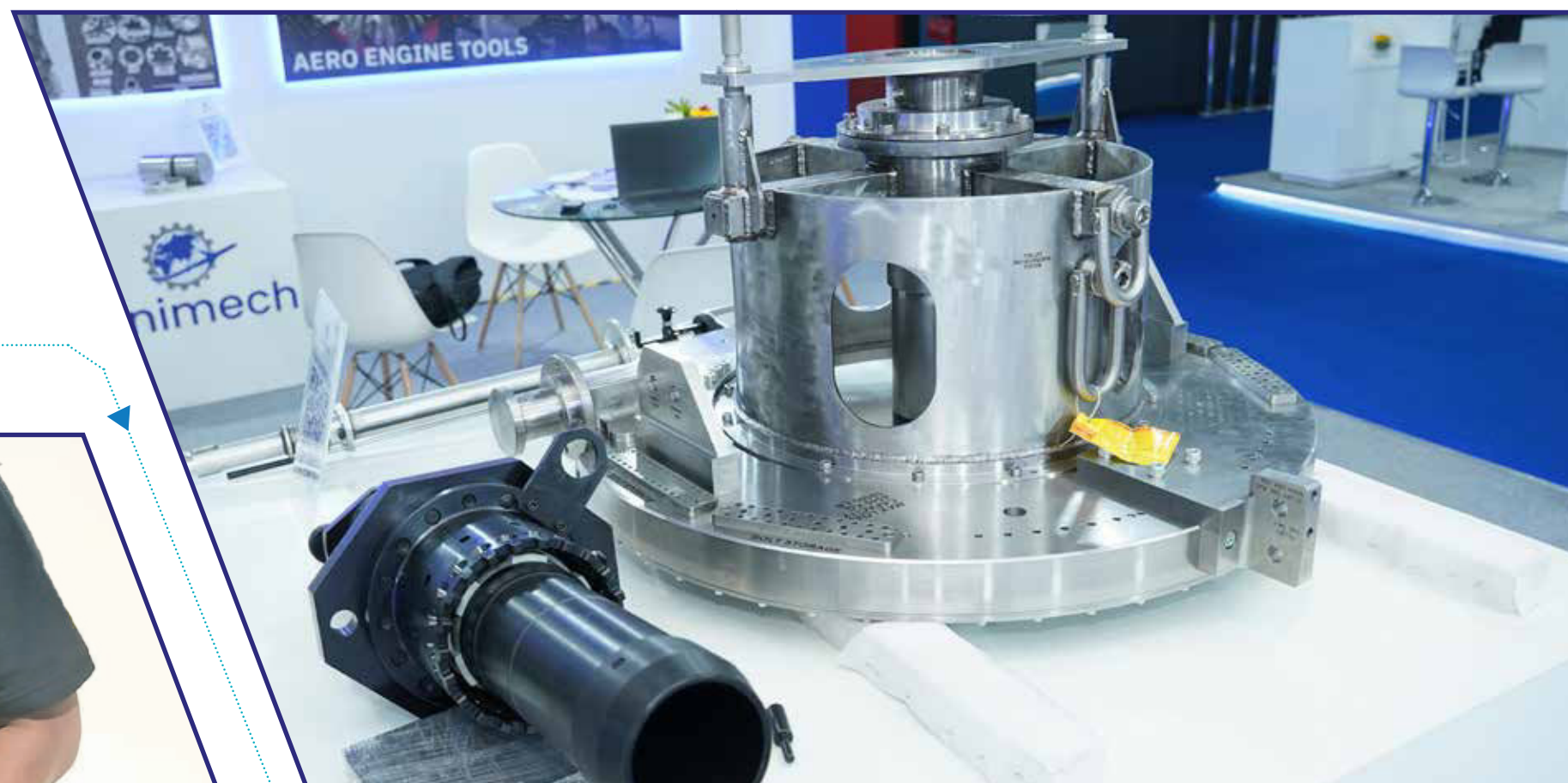
- ▶ Incorporated as Unimech Aerospace and Manufacturing Private Limited under the Companies Act.

## ★ FY 2016-17

- ▶ Acquired business and assets from M/s. Unimech Consulting Engineers

## ★ FY 2017-18

- ▶ Incorporated subsidiary Innomech Aerospace Toolings Private Limited



# Strategic Business Portfolio and Segment Leadership

The Company offers a specialised product portfolio focussed on complex, high-mix, low-volume manufacturing, designed for mission-critical applications. Its products are defined by engineering complexity and customisation, with a broad range of SKUs produced in limited quantities as per specific customer requirements.

By operating under both 'build-to-print' and 'build-to-specifications' models, the Company demonstrates the flexibility to manufacture even single-unit orders efficiently. This approach supports optimal pricing and strong margins while catering to advanced industries such as aerospace, defence, semiconductors, and nuclear energy.

## Aero Tooling/MRO Tooling

This segment specialises in the design and manufacturing of aircraft engine and airframe tooling used in production and maintenance operations. Unimech supports global OEMs and MROs with custom tooling solutions that adhere to strict aerospace quality standards. These include a wide range of jigs, fixtures, gauges, and engine handling tools developed in alignment with stringent aerospace protocols. The Aero Tooling and MRO Tooling segments plays a pivotal role in supporting the global aerospace ecosystem. Unimech designs and manufactures customised tooling

systems that are essential for aircraft production, testing, and maintenance.

By catering to both Original Equipment Manufacturers (OEMs) and Maintenance, Repair and Overhaul (MRO) operations, the company ensures operational continuity and safety across the aircraft lifecycle. The segment's offerings are vital to the assembly, installation, and upkeep of complex aircraft systems, both on the ground and in operational fleets.

## Snapshot of Our Products



## Growth Strategies

- ▶ Expand qualification for high-volume and more complex tooling requirements
- ▶ Increase the share of exclusive, long-term contracts with key clients
- ▶ Enhance wallet share by leveraging expanded capacity to offer a broader solution set
- ▶ Augment manufacturing capacity to enable faster turnaround and execution timelines
- ▶ Harnessing the business capability by acquiring synergistic viable and strategic fit businesses





## Snapshot of Our Products



### Application Areas



#### Defence

Components for missiles and weapons systems.



#### Energy

Parts used in nuclear reactors and safety mechanisms.



#### Semiconductor

Machined modules and assemblies for chip production.



#### Emerging Fields

Robotics and medical tools demanding ultra-precision manufacturing.

## Precision Components & Assemblies

This segment reflects Unimech's strength in manufacturing high-accuracy, mission-specific components and subsystems for advanced applications across critical sectors. With a strong foundation

in low-volume, high-complexity production, the Company delivers precision components and electro-mechanical assemblies that meet demanding tolerances and traceability requirements.

## Growth Strategies

- ▶ Increasing capacity
- ▶ Complete approval processes for a wider range of sub-systems and components
- ▶ Diversify across industries by acquiring and onboarding new strategic clients
- ▶ Deepen focus on the energy segment and prepare for participation in EMCCR tenders and upcoming project-based opportunities

# Advanced Manufacturing Capabilities and Strategic Capacity Expansion

Driven by a passion for precision and performance, the Company is committed to precision engineering, technological excellence, and scalable manufacturing. With a focus on delivering complex, high-value components for critical applications, the Company has built a robust manufacturing ecosystem that supports global quality standards, high reliability, and rapid response to evolving customer needs.

## Total Production Capacity

# 6,33,840

Installed Capacity in Machine Hours

# 57%

 Consolidated Capacity Utilisation

## Planned Expansion

FY 2023-24 was **2,22,990** machine hours

FY 2024-25 is **6,33,840** machine hours

Addition of installed capacity in FY 2024-25 by **4,10,850** machine hours

## LOCATION OF THE PLANT

**Peenya Industrial Area, Bengaluru**  
(30,000 sq. ft.)

**Devanahalli SEZ, Bengaluru**  
(1,50,000 sq. ft.)

**Devanahalli, Bengaluru**  
(33,000 sq. ft.) expandable up to 95,000 sq ft


## Key Competencies

Full suite of 3-, 4-, 5-axis and double column milling, turning, EDM, and electro-mechanical integration for high-complexity, low-volume, high-mix components.

Certified to AS9100D and ISO 9001:2015, ensuring compliance with stringent aerospace and defence requirements.

Installed capacity of 6.33 Lakh machine hours in FY 2024-25, with utilisation rates consistently above 90% in FY 2021-22 to FY 2023-24

Addition of over 4,00,000+ machining hours during FY 2024-25 through addition of new VMCs, HMCs, and boring machines.

4-acre land to expand future operations, attract new customers, and enable partnerships with technically aligned collaborators.

## Digital Integration Driving Manufacturing Excellence

We deploy a range of digital manufacturing systems which integrates the complete process from order origination to order delivery. Our digital manufacturing system captures all inspection requirements and measurements, underpinning our commitment to the high standards of quality.

## Digital Manufacturing Ecosystem

### 01 Integrated ERP Platform

Proprietary ERP system manages end-to-end production, including vendor coordination, to ensure timely deliveries.

### 02 Structured Quotation Process

Accurate and detailed quotations enable effective planning and resource allocation.

### 03 3D Modelling for Precision

Advanced 3D CAD modelling forms the basis for consistent and high-precision manufacturing.

### 04 Optimised Sourcing Decisions

ERP-driven planning determines in-house versus outsourced component manufacturing.

### 05 Automated CNC Programming

Software-generated CNC programs enhance machining accuracy and operational efficiency.

### 06 Vendor Operations Monitoring

Real-time tracking of outsourced processes ensures quality control and schedule adherence.

### 07 Digital Quality Assurance

Feature ballooning software defines critical inspection parameters for robust quality checks.

### 08 Seamless Digital Workflow

A fully integrated, software-led process ensures precision, efficiency, and on-time project execution.

## Strong Manufacturing Capabilities

The Company excels in engineering design, employing advanced software for detailed modelling and process planning. Our in-house manufacturing capabilities, processing knowledge and our network of vendors enables us to provide end-to-end solutions for all products manufactured by us. Further,

the benefit of providing such end-to-end solutions under one roof enables us to provide value added offerings, and increases our operational efficiency, resource optimisation, and customer retention.

Strong Manufacturing Capabilities in:

- Engineering
- Fabrication
- Machining
- Inspection
- Special Processes
- Electrical & Electronic



# Core Strategic Drivers

Unimech is strategically accelerating its growth by expanding its global presence, deepening customer relationships, and enhancing manufacturing capabilities through key collaborations. Leveraging its core strength in precision engineering, the Company is broadening its footprint into emerging sectors while actively pursuing targeted acquisitions.

## Global Expansion to Strengthen Market Presence

The Company's market development strategy focusses on strengthening its global presence by establishing a manufacturing and warehousing footprint in the USA and expanding into key European markets. With over 90% of revenue derived from exports, the Company aims to reduce lead times, improve service delivery, and enhance the customer experience for its existing aerospace, defence, semiconductor, and energy clients. By leveraging proven execution capabilities, expanding local infrastructure, and offering customised engineering solutions, the Company is well-positioned to capture new opportunities and drive sustainable global growth.

## Deepening Client Relationships to Capture Greater Market and Wallet Share

The Company's market penetration strategy focusses on capturing greater market and wallet share by leveraging industry tailwinds in aerospace, defence, semiconductor, and energy sectors. With rising demand for MRO services in Asia and India's growing aircraft fleet, the Company aims to partner with OEMs to support local MRO facilities, offering timely, cost-efficient tooling and aftermarket solutions. By increasing its SKU portfolio from 932 in FY 2021-22 to 4,388 in FY 2024-25 and showcasing its technical expertise across 30+ customers in 7 countries, the Company is well-positioned to deepen customer relationships, expand regional presence, and address evolving market needs.

## Driving Growth through Strategic Inorganic Acquisitions and Partnerships

The Company's capacity expansion strategy is anchored on enhancing manufacturing infrastructure, forming strategic alliances, and fostering collaborative manufacturing. With three facilities in Bengaluru and further expansion underway, the Company also has a plan to develop a 4-acre Tech Park to host select partners, boosting both capacity and technological capabilities. Strategic alliances, such as the exclusive manufacturing agreement with Dheya for micro gas turbines, and planned joint ventures abroad, aim to strengthen the supply chain, broaden product offerings, and accelerate global market access positioning the Company for scalable, high-quality growth.

## Diversifying into High-Mix, Low-Volume Sectors Including Semiconductors, Medical Devices, and Robotics

Leveraging its expertise in precision engineering, Unimech is expanding beyond aerospace tooling into high-mix, low-volume industries such as semiconductors, medical devices, and robotics. Its flexible 'build-to-print' and 'build-to-specification' capabilities position the Company to meet the complex demands of these sectors effectively. By capitalising on India's burgeoning semiconductor and nuclear power industries, Unimech aims to diversify its product portfolio, mitigate sector concentration risks, and capture emerging opportunities aligned with evolving industrial trends.

# Driving Growth with Financial Discipline

During the year, the Company continues to demonstrate strong financial performance anchored in precision, efficiency, and strategic execution. The Company's focus on disciplined cost management, operational excellence, and selective investments in technology and talent has enabled it to deliver consistent growth while expanding its presence across key sectors. This balanced approach ensures sustained value creation for stakeholders.

## Operational Highlights

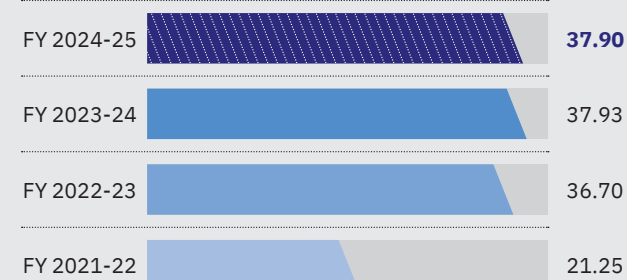
### Strategic Investment to Acquire 30% Stake in Dheya Engineering

The Company has entered a strategic partnership for acquiring 30% stake in Dheya Engineering Technologies Private Limited through a share subscription and shareholders agreement dated November 11, 2024. The investment, valued at INR 105 Million, was structured in three tranches, with the first tranche of INR 50 Million completed. This collaboration targets indigenous development of micro-gas-turbine technology for aero-defence applications such as UAVs and missiles. Unimech will serve as the exclusive manufacturing partner for Dheya.

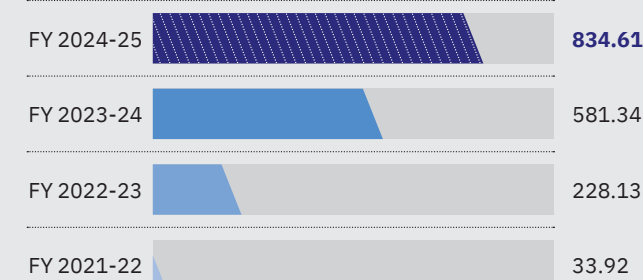
### Inorganic Expansion through M&A Opportunity

Alongside strategic investments, the Company pursues inorganic growth by exploring mergers and acquisitions that align with its long-term vision. The Company is actively evaluating potential targets to enhance its manufacturing and operational synergies, focussing on precision engineered components across aerospace and related sectors. Supported by INR 2,500 Million private placement raised in July 2024, Unimech is positioned to capitalise on global inorganic opportunities, aiming to advance its value chain and diversify through partnerships and acquisitions.

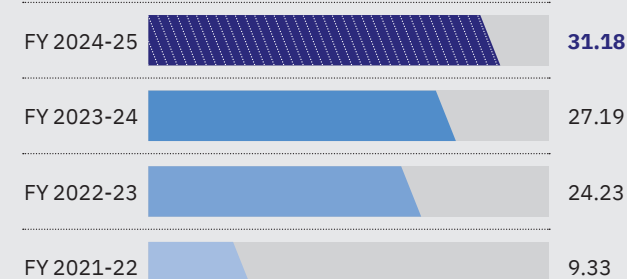
### EBITDA Margin (%)



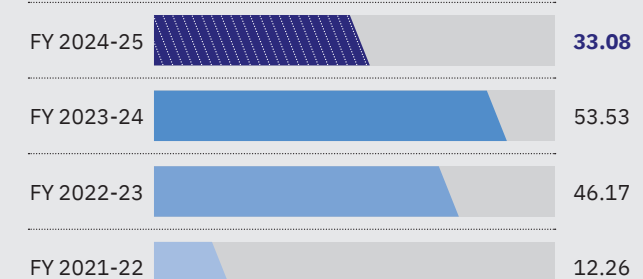
### PAT (INR Million)



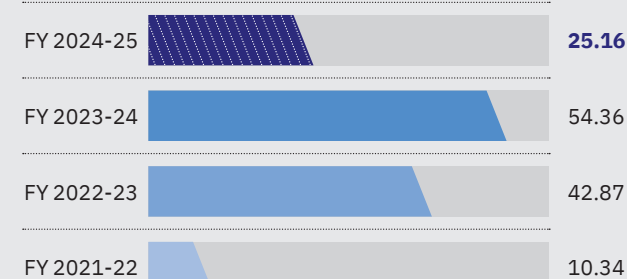
### PAT Margin (%)



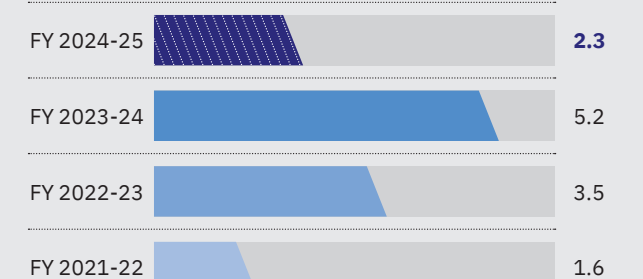
### ROE (%)



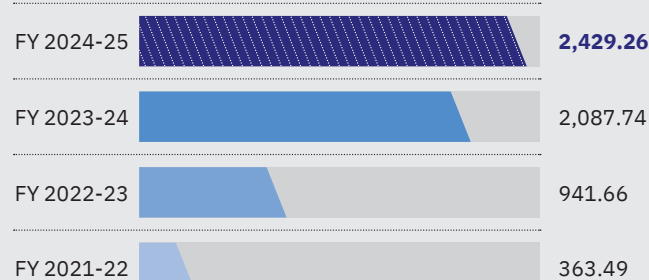
### ROCE (%)



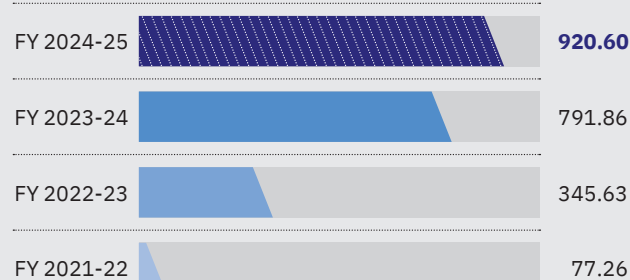
### Fixed Asset Turnover Ratio (INR Million)



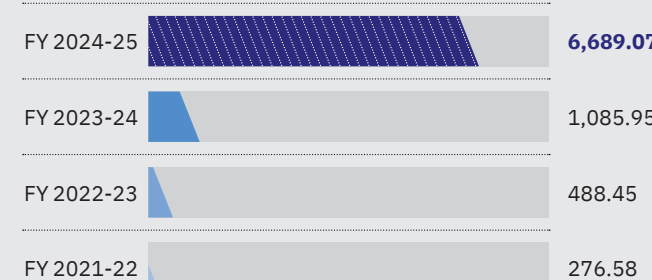
### Revenue from Operations (INR Million)



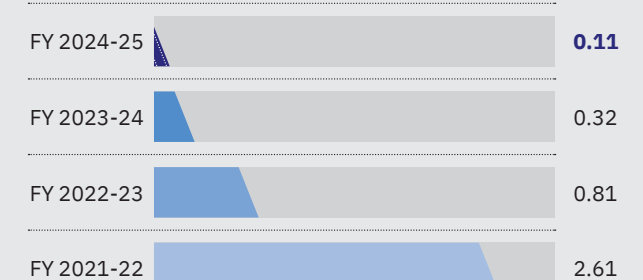
### EBITDA (INR Million)



### Net Worth (INR Million)



### Net/Debt Equity (in Times)





# Laying the Foundation for Responsible and Future-Ready Growth

The Company is dedicated to embedding sustainability at the core of its operations. The Company's approach integrates environmental responsibility, social inclusivity, and strong governance to secure resilient and future-ready growth. This strategic focus enables Unimech to meet regulatory obligations while driving long-term value creation for its stakeholders and reinforcing its commitment to responsible business practices.



## Environmental Stewardship through Ambitious Emission and Waste Reduction Goals

Unimech is committed to reducing its environmental footprint substantially by FY 2029-30, aiming for a 60% cut in greenhouse gas emissions alongside a 60% reduction in waste. The Company rigorously adheres to environmental laws and regulations, with personnel trained in the management and disposal of hazardous substances. Regular emissions testing and the use of authorised waste disposal agents ensure compliance and accountability. These efforts reflect Unimech's proactive approach to advancing sustainable manufacturing and minimising ecological impact.



## Social Impact through Inclusive Workforce Development and Skill-building Initiatives

The Company prioritises social responsibility by fostering an inclusive workforce and driving skill development aligned with manufacturing sector needs. By FY 2029-30, Unimech aims to upskill 3,000 students for careers in manufacturing and to achieve at least 50% representation from underrepresented groups within its workforce and subsidiaries. Through continuous in-house training, operational workshops, and apprenticeship programmes under the Apprentices Act, 1961, the Company enhances employee capabilities and diversifies skillsets. Additionally, Unimech educates its workforce on cybersecurity threats, ensuring vigilance and safeguarding its human capital.



## Governance Focussed on Ethical Operations and Long-term Stakeholder Value

Unimech maintains a robust governance framework anchored by a Board of Directors comprising ten members, including five Independent Directors, fulfilling all regulatory mandates under SEBI Listing Regulations and the Companies Act, 2013. Dedicated committees oversee audit, remuneration, corporate social responsibility, and risk management, ensuring strong oversight and compliance. Management executes risk policies approved by the Board, with full transparency in financial reporting. The Company, its Promoters, and Directors have no regulatory sanctions or classifications as defaulters. As a listed entity, Unimech remains committed to ethical governance, transparency, and delivering sustainable value to shareholders and all stakeholders.

# Corporate Stewardship Driving Unimech's Industry Excellence

Unimech's Board is composed of highly skilled professionals with deep expertise across manufacturing, finance, operations, legal, technology, and corporate governance. Their collective leadership empowers the Company to execute its strategic vision with precision, uphold the highest standards of governance, and drive sustained long-term growth.

## Our Founding Members



**Mr Anil Kumar P**

*Chairman & Managing Director*

He leads the business development functions, driving growth initiatives and strategic partnerships. With over 20 years of experience in the manufacturing sector, he has held significant roles at Quality Engineering & Software Technologies, CIM Tools, and INCITE CAM Centre. He holds a Diploma in Mechanical Engineering from the Board of Technical Examinations, Government of Karnataka, and a Bachelor of Technology in Mechanical Engineering (Computer Integrated Manufacturing) from Indira Gandhi National Open University, New Delhi.



**Mr Ramakrishna Kamojhala**

*Whole-time Director & Chief Financial Officer*

He oversees finance, compliance, and corporate governance functions. With 24 years of experience in finance and secretarial roles within aerospace manufacturing. He has previously worked with International Aerospace Manufacturing Private Limited. He is a fellow member of the Institute of Chartered Accountants of India, Institute of Cost and Works Accountants of India, and Institute of Company Secretaries of India. He holds an MBA from the National Institute of Business Management, Chennai.



**Mr Mani P**

*Whole-time Director*

He manages overall business operations, including production and supply chain activities. He brings nearly 30 years of experience with prior roles such as Production Manager at International Aerospace Manufacturing, Operations Supervisor at Goodrich Aerospace Services, and Deputy Manager – Engineering at Maini Precision Products. He holds a Bachelor of Technology in Mechanical Engineering from Indira Gandhi National Open University and an MBA from Toulouse Business School, France.



**Mr Rajanikanth Balaraman**

*Whole-time Director*

He is responsible for driving growth initiatives, managing IT infrastructure, and business development with 28 years of experience in software engineering. He last served as an MD at National Instruments Limited. Prior to which he has held senior technical and managerial roles at Integral Logic, Robert Bosch India, Datanet Corporation. He holds a Bachelor's degree in Engineering from Bangalore University, Karnataka.



**Mr Preetham S V**

*Whole-time Director*

He leads human resources and key account management, focussing on workforce development and client relationships. With over 19 years of experience in manufacturing, his background includes leadership roles at Quality Engineering and Software Technologies, Wipro Limited, and Affiliated Computer Services of India. He holds a Bachelor's degree in Industrial Production Engineering from Kuvempu University, Karnataka.



## Independent Directors



### Mr Mukund Srinath

Non-Executive Independent Director

Mr. Mukund joined the board in July 2024. He is a fellow member of ICSI and holds degrees in Commerce and Law from Bangalore University. He brings over three decades of corporate governance and compliance experience, having served as Vice President at Capgemini Technologies Services and held senior roles at SmithKline Beecham, BPL Sanyo, and others.



### Mr Ashok Tandon

Non-Executive Independent Director

Mr. Tandon joined the board in July 2024. He is a fellow member of ICSI and holds degrees in Commerce (Agra University) and Law (Utkal University). He has held leadership positions across public sector enterprises including HMT, NALCO, and Triveni Structurals, and retired as Executive Director (Company Secretary) from Hindustan Aeronautics Limited.



### Ms Vidya Rajarao

Non-Executive Independent Director

Ms. Rajarao, joined the board in July 2024, is a Chartered Accountant and a Certified Fraud Examiner. She holds a Commerce degree from Bangalore University and brings extensive experience in forensic audits and financial governance. She currently serves as Independent Director at RSB Transmissions and Director at Fraudopedia Private Limited.



### Mr Pavan Krishnamurthy

Non-Executive Independent Director

Mr. Krishnamurthy, joined the board in July 2024, is a Chartered Accountant with diverse board experience across healthcare, technology, and venture capital. He serves on the boards of Imperial Hospital, Apollo Home Healthcare, and Sitara Advisory, and is also a Designated Partner at Cocreate Venture Technology LLP.



### Mr Sridhar Ranganathan

Non-Executive Independent Director

Mr. Ranganathan joined the Board in July 2024. He holds an Executive MBA from Manipal Academy of Higher Education and is a member of the HRD Steering Committee at the Department of Biotechnology. He serves on the boards of Helyx Group companies, Pristine Concepts, and Upceed Consulting, with a focus on healthcare innovation and technology enablement.

# Hon'ble Minister Shri Piyush Goyal Visits Unimech's Facility

Unimech Aerospace and Manufacturing Limited had the opportunity to host the Hon'ble Union Minister of Commerce & Industry, Shri Piyush Goyal, at our premises in the KIADB Aerospace SEZ, Devanahalli.

During his visit, Shri Piyush Goyal toured our production areas and interacted with our engineering team. His observations on the evolving role of Indian manufacturers in the global landscape sparked meaningful discussions around innovation, growth, and global collaboration.

The visit underscored the importance of continued efforts in strengthening India's position in precision engineering across aerospace, defense, nuclear, and semiconductor domains. It was a valuable moment for our team to share our vision and demonstrate the progress we have made.

We appreciate Shri Piyush Goyal's time and the thoughtful exchange of ideas during his visit.



Delighted to visit Unimech Aerospace Manufacturing Limited at the Karnataka Industrial Areas Development Board (KIADB) Aerospace Special Economic Zone (SEZ) at Devanahalli.

Saw their incredible facility that is proudly making high-precision engineering solutions for aerospace, defence, nuclear energy, and semiconductor industries in India and exporting to markets like the US and Europe.

**-Mr. Piyush Goyal**



# BOARD'S REPORT

To

The Members,

Unimech Aerospace and Manufacturing Limited

Dear Members,

Our Directors are pleased to present the 9<sup>th</sup> (Ninth) Annual Report for FY 2024-25 of the Company on the business and operations, together read along with the Audited Financial Statements for the Financial Year ended on March 31, 2025 (Standalone & Consolidated), and the Auditors' Report thereon. The Company's financial performance for the year under review along with the previous year's figures are given hereunder:

(INR in Lakhs)

Particulars	Standalone		Consolidated	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Total Income	6,394.26	3,294.99	26,769.25	21,378.55
Total Expenses	3,762.24	2,956.84	16,579.71	13,728.67
Earnings before interest, tax, depreciation and amortisation less other incomes	780.67	321.82	9,206.15	7,918.64
Profit before Tax (PBT)	2,632.02	338.15	10,189.54	7,649.88
Tax expense	723.86	95.65	1,837.32	1,836.57
Profit after Tax (PAT)	1,908.16	242.50	8,345.66	5,813.31

Note: The above figures are extracted from the financial statements of the Company.

## OPERATING RESULTS AND BUSINESS PERFORMANCE

On a standalone basis, during FY 2024-25, the Company recorded total income of INR 6,394.26 Lakhs comprising revenue from operations of INR 4,244.58 and other income of INR 2,142.69 Lakhs. The Company recorded net profit of INR 1,908.16 Lakhs reflecting an increase of 687% Y-o-Y.

The net worth of the Company on standalone basis in FY 2024-25 stood at INR 52,186.79 Lakhs against INR 2,647.52 Lakhs in FY 2023-24.

During FY 2024-25, on a consolidated basis the Company recorded total income of INR 26,769.25 Lakhs comprising revenue from operations of INR 24,292.48 and other income of INR 2,476.76 Lakhs. The consolidated net profit of INR 8345.66 Lakhs reflecting an increase of 44% Y-o-Y.

The standalone and consolidated financial statements for the financial year ended March 31, 2025, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS).

## DIVIDEND

With a view to conserve resources for future operations and growth, the Board has not recommended any dividend for FY 2024-25.

In accordance with Regulation 43A of the Listing Regulations, the Company has formulated a 'Dividend Distribution Policy' and the same have been uploaded on

the Company's website at: <https://www.unimechaerospace.com/policies/>.

## TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the applicable provisions of the companies act, 2013, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016("the IEPF Rules"), all unpaid or unclaimed Dividends are required to be transferred by the Company to the IEPF, established by the Government of India, after the completion of seven years. Further, according to the rules, the shares on which Dividend has not been paid or claimed by the Shareholders for seven consecutive years or more shall also be transferred to the Demat account of the IEPF Authority.

During the year under review, there were no such unpaid or unclaimed amounts required to be transferred to IEPF account.

## CHANGES IN SHARE CAPITAL

During FY 2024-25, the Company completed a preferential issue of 36,67,090 equity shares with a face value of INR 5 each, ranking equally with the existing equity shares. These shares were issued at a price of INR 681.74 per share, resulting in an aggregate amount of INR 2,50,00,01,937. This preferential allotment was made for cash consideration to a select group of investors who are not part of the Promoter or Promoter Group of the Company, with the





## BOARD'S REPORT (CONTD.)

specific proportions and terms determined by the Board/Committee in accordance with applicable laws.

Following this, the Company successfully launched its Initial Public Offer (IPO) through a combination of a fresh issue and an Offer for Sale. The fresh issue comprised 31,84,713 equity shares with a face value of INR 5 each, offered at a price of INR 785 per share (including a premium of INR 780 per equity share), aggregating to INR 25,000 Lakhs. Simultaneously, the promoters offered for sale 31,84,713 from their existing equity shares, also with a face value of INR 5 each and offered at the same price of INR 785 per share, aggregating to INR 25,000 Lakhs.

The equity shares were allotted to eligible applicants on December 27, 2024, and the listing and trading of the Company's shares commenced on December 31, 2024, on BSE Limited and National Stock Exchange of India Limited.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Pursuant to the approval of the Board of Directors at its meeting held on November 04, 2024, the Company has entered into a Share Subscription and Shareholders Agreement with Dheya Engineering Technologies Private Limited on November 11, 2024, for acquiring a proposed stake of up to 30% for a total consideration of INR 10,50,00,000/- (Rupees Ten Crores and Fifty Lakhs only) in one or more tranches. In this regard, the Company has made the first tranche of investment amounting to INR 5,00,00,000/- (Rupees Five Crores Only) against which 2,387 Compulsory Convertible Preference Shares representing 16.94% of the share capital were allotted on November 20, 2024.

Further, all the details pertaining to loans, investments, securities and guarantees are disclosed in note number 7 of the Standalone Financial Statements for the year ended March 31, 2025.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

Transactions entered into with related parties during FY 2024-25 are at arm's length basis and in the ordinary course of business. During the year under review, there were no transactions for which consent of the Board was required to be taken in terms of Section 188(1) of the Act. The details of material transactions in term of the Company's policy for determining material related party transaction under Regulation 23 of SEBI Listing Regulations is disclosed in Form AOC-2 which is appended as **Annexure 2** to the Report. The said policy is available on the Company's website at [www.unimechaerospace.com](http://www.unimechaerospace.com).

The Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions as approved by the Board may be accessed on the Company's Website at: <https://www.unimechaerospace.in/policies/>.

### MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 read with Schedule V of SEBI Listing Regulations the Management Discussion and Analysis Report covering operations, performance and outlook of the Company is appended as **Annexure 7** to the Report.

### CORPORATE GOVERNANCE REPORT

In terms of Regulation 34 read with Schedule V of SEBI Listing Regulations, a report on Corporate Governance along with a Compliance Certificate issued by Practicing Company Secretary are appended as **Annexure 8** and forms an integral part of this Report (hereinafter referred to as "Corporate Governance Report").

Note on Code of conduct, Board evaluation, Board Diversity Policy, Training of independent directors - familiarisation of directors, Whistle Blower policy/Vigil mechanism & Nomination and Remuneration policy forms part of the Corporate Governance Report.

### DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from Independent Directors, that he/she meets the criteria of independence laid down in Section 149(6) of the Act, rules made thereunder and Regulation 16 and other applicable provisions of SEBI Listing Regulations.

### POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

As per Regulation 17 of LODR the Composition of the Board of the Company shall have an optimum combination of executive and non-executive directors with at least one-woman director and not less than fifty percent. of the board of directors shall comprise of non-executive directors. Accordingly, Company is in compliance with the above regulations along with the provisions of Companies Act, 2013. Thereby the Company is maintaining the independence of the board and separate its functions of governance and decision making.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of directors and other matters as required under Section 178(3) of the Companies Act, 2013 is available on the Company's website [www.unimechaerospace.com](http://www.unimechaerospace.com). We affirm that,

## BOARD'S REPORT (CONTD.)

the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration policy of the Company. Details of Policy on directors' appointment and remuneration form part of the Corporate Governance Report - **Annexure 8**.

### SUBSIDIARIES

#### Innomech Aerospace Toolings Private Limited

As of March 31, 2025, the Company has a Material Subsidiary - Innomech Aerospace Toolings Private Limited (an Indian Material Subsidiary) which was incorporated on October 26, 2018, which is a wholly owned subsidiary.

Furthermore, during the year, the Board of Directors reviewed the affairs of the said subsidiary every quarter. In accordance with Section 129(3) of the Companies Act, 2013, read with Rule 8 of Companies (Accounts) Rules, 2014, the Company has prepared its consolidated financial statements including all the said subsidiaries which form part of this Report. A statement containing the salient features of the financial statements of the said subsidiaries in the prescribed format Form AOC-1 is appended as **Annexure 1** to the Report.

In accordance with Section 136 of the Act, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries, are being made available on our website [www.unimechaerospace.com](http://www.unimechaerospace.com). These documents will also be available for inspection during business hours at our registered office in Bengaluru, India.

A review of the operations of the subsidiary is as follows:

The operations of the Company during FY 2024-25 resulted in a total revenue of INR 21,471.76 Lakhs as compared to INR 18,653.30 Lakhs in FY 2023-24. The profit after tax for the year is INR 6,459.83 Lakhs in FY 2024-25 as compared to INR 5,639.14 Lakhs in FY 2023-24.

#### Unimech Global Manufacturing Solutions Inc.

No business was undertaken in this subsidiary during the FY 2024-25 under report and further, no capital has been invested in the subsidiary.

### INTERNAL FINANCIAL CONTROL AND ADEQUACY

The Company has designed and implemented a process driven framework for Internal Financial Controls ("IFC") within the meaning of the explanation to Section 134(5) (e) of the Act. The Board is of the opinion that the Company's IFC is commensurate with the nature and size of its business operations and operates effectively with no material weakness. The Company has a process in place

to continuously monitor the IFC, identify gaps, if any, and implement new and/or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (c) of sub section (3) of Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed that:

- In the preparation of the Annual Accounts for the financial year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- The Directors have selected appropriate accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for period;
- The Directors have ensured appropriate and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors have prepared the Annual Accounts on a going concern basis;
- The Directors have laid down the Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### BOARD OF DIRECTORS', COMMITTEES & MEETINGS

The details of Composition of the Board and its Committees are disclosed in the Report on Corporate Governance forming part of this Report. In compliance with the Act and SEBI Listing Regulations, the Company has five (5) Committees of the Board as on March 31, 2025 i.e. Audit Committee(AC), Nomination and Remuneration Committee(NRC), Stakeholders Relationship Committee(SRC), Corporate Social Responsibility Committee(CSRC) and Risk Management Committee(RMC).

During the FY 2024-25, 10 (Ten) Board Meetings were held. The details of the Meetings of the Board and its Committee meetings are exhibited in the Corporate Governance Report. As prescribed by the provisions of Secretarial Standard-1





## BOARD'S REPORT (CONTD.)

(“[https://ca2013.com/wp-content/uploads/2024/02/Final\\_SS-1.pdf](https://ca2013.com/wp-content/uploads/2024/02/Final_SS-1.pdf)”SS-1 Meeting of Board of Directors) issued by the Institute of Company Secretaries of India (the “ICSI”) and the Regulation 17 of LODR the maximum gap between any two meetings of the Board did not exceed 120 days.

Pursuant to provisions of the Act, and the articles of association of the Company, Mr. Rajanikanth Balaraman (DIN: 07894421) retires by rotation at the ensuing 09th Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

During the financial year, the following appointments were made to the Board :

Name	Designation	Date of Appointment
Mr. Anil Kumar P	Chairman & Managing Director	April 30, 2024
Mr. Ramakrishna Kamojhala	Whole-Time Director (Finance)	April 30, 2024
Mr. Mani P	Whole-Time Director (Operations)	April 30, 2024
Mr. Rajanikanth Balaraman	Whole-Time Director (IT, Growth & BD)	April 30, 2024
Mr. Preetham S V	Whole-Time Director (People & KAM)	April 30, 2024
Mr. Mukund Srinath	Independent Director	July 03, 2024
Mr. Ashok Tandon	Independent Director	July 03, 2024
Mr. Pavan Krishnamurthy	Independent Director	July 03, 2024
Mrs. Vidya Rajarao	Independent Director	July 03, 2024
Mr. Sridhar Ranganathan	Independent Director	July 03, 2024

In the opinion of the Board, all the Independent Directors appointed during the year have the integrity, expertise, experience and proficiency required for their roles and their appointments are in the best interest of the Company.

### KEY MANAGERIAL PERSONNEL

The list of Key Managerial Personnel as per the Act is as below as of March 31, 2025:

Sl No	Name of the KMP	Designation
1	Mr. Anil Kumar P	Chairman and Managing Director
2	Mr. Ramakrishna Kamojhala	Whole Time Director and CFO
3	Mr. Mani P	Whole Time Director
4	Mr. Rajanikanth Balaraman	Whole Time Director
5	Mr. Preetham S V	Whole Time Director

Mr. Krishnappayya Desai, Company Secretary and Compliance Officer of the Company resigned with effect from close of business hours on March 28, 2025. The Company has taken steps to identify a suitable candidate to appoint as Company Secretary of the Company. Further, Mr. Suhas H M was appointed as Compliance Officer of the Company with effect from March 28, 2025.

### RISK MANAGEMENT

A policy on Risk Management has been developed and implemented by the Company which overseeing the risks that the Company may face such as strategic, commercial, safety, operations, compliance, internal control and finance, cyber risk etc. More details on Risk Management indicating development including identification of elements of risk and their mitigation are covered under the Management' Discussion and Analysis Report appended as **Annexure 7** to the Report.

The Board has constituted a Risk Management Committee, which oversees implementation, monitoring, evaluating the adequacy and reviewing the Risk Management Policy on

periodical basis considering the changing industry dynamics and as required in the SEBI Listing Regulation. The Risk Management Policy is made available on the Company's website at [www.unimechaerospace.com](http://www.unimechaerospace.com).

### AUDITORS & AUDIT REPORTS

#### STATUTORY AUDITORS

Messrs. MSKA & Associates, Chartered Accountants (FRN: 105047W) were appointed as Statutory Auditors of the Company for a period of Five years commencing from the conclusion of the 8th Annual General Meeting until the conclusion of the 13th Annual General Meeting of the Company to be held in the year 2029.

## BOARD'S REPORT (CONTD.)

The Auditors' Report on the financial statements for FY 2024-25 does not contain any qualification, reservation or adverse remark. There have been no instances of fraud committed against the Company by its officers or employees during the year reportable by the Auditors in terms of Section 143(12) of the Act.

### SECRETARIAL AUDITORS

In terms of Section 204 of the Act read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed Mrs. Kalaivani S- Practising Company Secretary, as the Secretarial Auditor for FY 2024-25.

The Secretarial Audit Report for FY 2024-25 does not contain any qualification, reservation or adverse remark nor any instances of fraud committed against the Company by its officers or employees during the year. The Secretarial Auditors' Report is appended as **Annexure 6** to the Report in this Annual Report.

As provided in the SEBI Listing Regulations, the certificate on corporate governance forms part of the Corporate Governance Report. These certificates are issued by Mrs. Kalaivani S, a Practising Company Secretary and do not contain any qualification, reservation or adverse remarks.

### COST AUDITOR, COST ACCOUNTS AND RECORDS

The provision of Section 148 of the Companies Act, 2013 read with the Companies (Cost records and audit) Rules, 2014, is not applicable to our Company. Hence, the Company has not appointed any Cost Auditor.

### DISCLOSURE EXTRACT OF THE ANNUAL RETURN

In accordance with Section 92(3) read with 134(3) of the Act, the Annual Return as of March 31, 2025 is made available on the website of the Company at [www.unimechaerospace.com](http://www.unimechaerospace.com).

### CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 for FY 2024-25 in relation to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is provided in the **Annexure 3** forming part of this Report.

### BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (BRSR)

The BRSR in terms of Regulation 34(2) of SEBI Listing Regulations is appended as **Annexure 9** of this report. The

said report has been prepared in accordance with SEBI Guidelines for Business Responsibility and Sustainability Reporting. The said report indicates the Company's performance against the nine principles of the National Guidelines on Responsible Business Conduct.

### PARTICULARS OF EMPLOYEES

The information as required under Section 197 of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in **Annexure 4** to the Board's Report. The particulars of employees drawing remuneration in excess of limits set out in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are provided in **Annexure 5** to the Board's Report.

### EMPLOYEE STOCK OPTIONS

During the year, Company obtained approval from shareholders for the ESOP Scheme 2024 at its Extra-Ordinary General Meeting held on June 22, 2024.

Subsequently, the Company successfully listed its Equity Shares on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on December 31, 2024, following its Initial Public Offer (Fresh Issue and Offer for Sale).

Furthermore, in compliance with Regulation 12 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, the Company secured the approval of its shareholders for the ESOP Scheme 2024 through postal ballot resolution on March 25, 2025.

The Company has not granted any options to any employees under the ESOP Scheme 2024 as of March 31, 2025.

### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The provisions of Section 135 of the Act are not applicable to the Company.

### MATERIAL CHANGES & COMMITMENTS

There are no 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 to and the date of this report.

### GENERAL

Your Directors state as follows:

1. No significant or material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.





## BOARD'S REPORT (CONTD.)

2. There was no issue of equity shares with differential rights, as to voting, dividend or otherwise.
3. There were no deposits covered under Chapter V of the Companies Act, 2013.
4. The Managing Director draws a part of his remuneration from Innomech Aerospace Toolings Private Limited.
5. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.
6. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. During the year under review, No incidents reported/ occurred requiring proceedings pursuant to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.
7. During FY 2024-25, the Company has not transferred any amount to reserve.

**GREEN INITIATIVE**

As part of this initiative, soft copies of the Annual Report and the Notice of 9th Annual General Meeting were sent to all members whose email addresses are registered with the Company/Depository Participants/Registrar and Share Transfer Agents(RTA).

Further MCA General Circular No 09/2024 dated September 19, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 exempts companies from the provision of dispatching hard copies of annual report for this FY 2024-25, Accordingly, soft copies of the Annual Report 2025 and the Notice of the General meeting

will be emailed to shareholders. However, hard copy of full annual report will be sent to those shareholders who request for the same. Members whose email id is not registered with the Company may write to [investorrelations@unimechaerospace.com](mailto:investorrelations@unimechaerospace.com) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). for obtaining the soft copy of the Annual Report.

**ACKNOWLEDGEMENT**

Your Directors wish to place on record their appreciation to all Stakeholders, Investors, Customers, Vendors, Banks, Rating Agency, Central and State Governments, Employees, the Company's valued investors and all other business partners, for their assistance and continued co-operation during the year under review.

The Board also wishes to place on record its appreciation to the Lead Managers, Legal Counsels, Securities Exchange Board of India (SEBI), Registrar of Companies (ROC), National Stock Exchange of India Limited (NSE), BSE Limited(BSE), Registrar and Transfer Agent (RTA), Auditors, Bankers and all Intermediaries for their co-operation and immense support extended to the Company in its entire process of the Initial Public Offerings(IPO).

Your Directors also place on record their deep sense of appreciation for the dedicated service of the employees of the Company.

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director

# ANNEXURE – 1

## FORM AOC – 1

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

[Pursuant to first proviso to Sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014]

#### Part “A”- Subsidiaries

INR in Lakhs

Name of the Subsidiary	Innomech Aerospace Toolings Private Limited	Unimech Global Manufacturing Solutions Inc
The Date since when Subsidiary was acquired / incorporated	October 26, 2018	December 05, 2024
Reporting period for the Subsidiary concerned, if different from the holding company's reporting period	NA	-
Reporting Currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	-
Share Capital	101.00	-
Reserves and Surplus	14,595.17	-
Total Assets	28,778.71	-
Total Liabilities	14,009.72	-
Investments	-	-
Total Revenue	21,471.76	-
Profit/(Loss) before taxation	7,573.29	-
Income tax expense	1,133.46	-
Profit/(Loss) after taxation	6,459.83	-
Comprehensive Income	(77.20)	-
Total Comprehensive income	6,283.63	-
Proposed Dividend	-	-
Extent of shareholding (in percentage)	100	-

Notes: (1) All foreign assets are translated using the buying exchange rate and foreign liabilities using the selling exchange rate, as of the last date of FY 2024-25. Average exchange rate is applied for total revenue, profit/(loss) before taxation, profit/(loss) after taxation and comprehensive income.

\*(2) Except Unimech Global Manufacturing Solutions Inc., there are no other subsidiaries which are yet to commence operations or sold during the FY 2024-25.

\*(3) Investment in other entities/body corporates are considered.

#### Part “B”- Associates and Joint Ventures

The Company has no Associates or Joint Ventures.

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director





## ANNEXURE – 2

### FORM AOC – 2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under fourth proviso thereto:

#### 1. Details of contracts or arrangements or transactions not at arm's length basis:

All transactions made during FY 2024-25 were at arm's length basis.

#### 2. Details of material contracts or arrangements or transactions at arm's length basis for FY 2024-25 as follows:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Innomech Aerospace Toolings Private Limited	Sale and Purchase	These transactions are ongoing in nature	INR 1,423.75 Lakhs	April 22, 2025	Nil
	Guarantee provided for the loans availed by subsidiary and fee for the guarantee		Total Guarantee provided is INR 8,000 Lakhs and guarantee fee charged is INR 240 Lakhs	April 22, 2025 and August 07, 2024	
	Loan given to subsidiary and interest income thereon		Total loan sanctioned is INR 13,000 Lakhs and the interest on loan to be charged REPO +7%. Interest re-set on quarterly basis. As on March 31, 2025, INR 2,850 Lakhs has been disbursed against sanctioned limit of INR 13,000 Lakhs	December 04, 2024	

Notes:

- 1) The definition of material contract or transaction is not defined under the Companies Act, 2013 therefore the Company determines materiality of its transaction as defined in its policy for determining materiality with related parties and the explanation provided under regulation 23 of SEBI (Listing Obligations and disclosure requirements), Regulations 2015.
- 2) Special resolution under first proviso to section 188 of the Act and SEBI Listing Regulations is not applicable as these inter corporate transactions were entered with a wholly owned subsidiary of the Company.

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director

## ANNEXURE – 3

### Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

[Section 134(3) (m) of The Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A.	Conservation of Energy	Details as on March 31, 2025
	Steps taken or impact on conservation of energy	<p>In alignment with our commitment to sustainable manufacturing practices, Unimech has adopted a systematic and continuously evolving approach to energy conservation across its manufacturing units. The following key measures were implemented during the year to enhance energy efficiency and reduce operational costs:</p> <ul style="list-style-type: none"> <li>• Replaced 15 units of conventional 100W lighting fixtures with 10 units of energy-efficient 32W LED lights, resulting in significant power savings and improved illumination.</li> <li>• Installed an automated timer system to regulate electrical usage, contributing to optimal energy consumption and reduced overheads.</li> <li>• Introduced a strategically placed window to eliminate the dependency on artificial ventilation, thereby doing away with the need for two 100W lights and two 100W fans, leading to sustainable energy savings.</li> <li>• Integrated a timer mechanism to ensure the display board operates only during non-daylight hours, i.e., from 6 PM to 6 AM, thereby conserving power during idle periods.</li> <li>• Conducted a detailed thermographic audit which revealed elevated temperatures in certain panels. Corrective action was taken by redistributing the electrical load, resulting in reduced panel temperatures and minimised core losses, thus enhancing equipment efficiency and longevity.</li> </ul>
	Steps taken by the Company for utilizing alternate sources of energy	The Company has the option to use diesel as one of alternate sources of energy during shortage of power.
	Capital investment on energy conservation Equipment	Not Applicable
B	Technology Absorption	
1	Efforts made towards technology absorption	<p>During the reporting period, no specific steps were undertaken toward technology absorption. However, the Company has outlined a forward-looking roadmap aimed at enhancing operational efficiency, sustainability, and technological integration. The proposed initiatives include:</p> <ul style="list-style-type: none"> <li>• A significant upgrade is planned to convert an existing vertical turning lathe (VTL) double-column machine into a CNC-enabled system, thereby improving precision, automation, and production throughput.</li> <li>• The Company intends to implement automated switching-off protocols for machines and shopfloor lighting during break and lunch hours to conserve energy and enhance efficiency.</li> <li>• To align with the latest environmental norms, the Company will be installing a CPCB IV-compliant DG set, thereby ensuring compliance with regulatory emissions standards and reinforcing our commitment to environmental stewardship.</li> </ul>





## ANNEXURE – 3 (CONTD.)

2	Benefits derived like product improvement, cost reduction, product development or import Substitution	The initiatives undertaken have led to measurable improvements in product quality and process efficiency, while simultaneously contributing to energy conservation and a substantial reduction in power consumption. These efforts have also resulted in a corresponding decrease in carbon emissions. Furthermore, several measures have effectively mitigated the risk of unsafe incidents, thereby enhancing workplace safety and operational reliability.
3	In case of imported technology (imported during the last three years reckoned from the beginning of the FY),	NA
	a. Technology Imported	NA
	b. Year of Import	
	c. Has technology been fully absorbed	
	d. If not fully absorbed, areas where this has not taken place, reasons thereof	
	Expenditure incurred on Research and Development	NA
	a. Capital	
	b. Recurring	
	c. Total	
	d. Total R&D expenditure as a percentage of turnover	
<b>C</b>	<b>Foreign Exchange Earnings and Outgo</b>	
	Earnings in foreign Exchange [Value of Exports on FOB basis]	INR 1,890.42 Lakhs
	Total	INR 1,890.42 Lakhs
	Foreign Exchange outgo (Expenditure in foreign currency)*	INR 169.63 Lakhs

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director

## ANNEXURE – 4

### Details of Ratio of Remuneration of Director [Section 197(12), of the Companies Act, 2013, read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

Sl No.	Particulars	Details		
i.	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year.	<b>Name of the Director</b>	<b>Designation</b>	<b>Ratio to the Median</b>
		1. Mr. Anil Kumar P	Chairman & Managing Director	Nil
		2. Mr. Ramakrishna Kamojhala	Whole Time Director & Chief Financial Officer	Nil
		3. Mr. Mani P	Whole Time Director	Nil
		4. Mr. Rajanikanth Balaraman	Whole Time Director	Nil
		5. Mr. Preetham S V	Whole Time Director	Nil
ii.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	<b>Particulars</b>		<b>% Increase</b>
		Mr. Anil Kumar P (Chairman & Managing Director)		Nil
		Mr. Ramakrishna Kamojhala (Whole Time Director & Chief Financial Officer)		Nil
		Mr. Mani P (Whole Time Director)		Nil
		Mr. Rajanikanth Balaraman (Whole Time Director)		Nil
		Mr. Preetham S V (Whole Time Director)		Nil
iii.	The percentage increase in the median remuneration of employees in the financial year.	4%		
iv.	The number of permanent employees on the rolls of company.	85		
v.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Since, Directors are not drawing any remuneration from the Company. This is not applicable.		
vi.	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes		

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director





## ANNEXURE – 5

Information in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(INR in Lakhs)

Sl No.	Particulars	a) Designation b) Date of Commencement c) Nature of Employment d) Age e) Percentage of equity shares	Educational Qualifications	Experience (in years)	Remuneration in FY 2024-25 including perks (INR in Lakhs pa)	Previous employment
1	Prathap B	a) Assistant General Manager – Projects b) 05/11/2016 c) Permanent d) 34 e) NA	PGTD (NTTF)	10 Yrs	23.47	Eastern Engineering Company Pvt Ltd
2	Krishnappayya T Desai *	a) Assistant General Manager – Legal & CS b) 11/03/2024 c) Permanent d) 30 e) NA	CS & LLB & LLM	8 Yrs	16.11	Shilpa Medicare Ltd
3	Jagadeesha H.C	a) NPCIL-Project Lead b) 23/03/2022 c) Permanent d) 54 e) NA	BE (Mech)	30 Yrs	14.49	Mekhos Technology Services Pvt Ltd
4	Meenakshi N H	a) Finance Controller b) 30/09/2019 c) Permanent d) 38 e) NA	ICMA-Inter	16 Yrs	13.01	Consolidated Teknics India Pvt Ltd
5	Ravi Kumar Vaddeswaram	a) AVP (Unimech - SBU 2) b) 02/01/2025 c) Permanent d) 54 e) NA	PG (Material Management)	32 Yrs	11.39	MTAR Technologies
6	Preethi D T	a) Finance Controller b) 09/01/2017 c) Permanent d) 38 e) NA	B. Com	16 Yrs	10.15	Machine Elements

## ANNEXURE – 5 (CONTD.)

(INR in Lakhs)

Sl No.	Particulars	a) Designation b) Date of Commencement c) Nature of Employment d) Age e) Percentage of equity shares	Educational Qualifications	Experience (in years)	Remuneration in FY 2024-25 including perks (INR in Lakhs pa)	Previous employment
7	Satish S	a) Senior Manager – Quality b) 07/10/2024 c) Permanent d) 49 e) NA	Diploma (ME)	24 Yrs	9.07	Magellan Aerospace Bengaluru Pvt Ltd
8	Ramesh Jaiswara	a) Business Unit Head b) 05/02/2025 c) Permanent d) 51 e) NA	B. Tech (Metallurgical & Materials Engineering)	28 Yrs	7.42	Wahaj Group, Saudi Arabia
9	Prashanth Dixit	a) Assistant Manager - Quality (NPCL) b) 18/07/2022 c) Permanent d) 51 e) NA	Diploma (ME)	29 Yrs	7.22	Avasarala Tech Ltd
10	Sudhindra Vasantarao Kulkarni	a) AGM (Business Development, Projects, Customer Accounts) b) 16/12/2024 c) Permanent d) 52 e) NA	BE Industrial Production	24 Yrs	6.36	Micro Plastics Joys & Engg India Pvt Ltd

whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager:

Note: \*Mr Krishnappayya T Desai has been resigned from his position with effect from March 28, 2025.

For Unimech Aerospace & Manufacturing Limited

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director





## ANNEXURE – 6

**KALAIVANI. S**

B.Com., MBA, ACS

Company Secretary

# G002, Vinutha Vista Apartment,  
NGEF Main Road, Nagarbhavi,  
Bangalore - 560 072.  
Mob.: 99722 66442  
e-mail : kalaivanis0511@gmail.com

### FORM NO. MR-3

#### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2025

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

Unimech Aerospace and Manufacturing Limited  
(CIN: L30305KA2016PLC095712)

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Unimech Aerospace and Manufacturing Limited (CIN:L30305KA2016PLC095712). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Unimech Aerospace and Manufacturing Limited for the financial year ended on 31.03.2025 according to the provisions of:

- (i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- (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;



ANNEXURE – 6 (CONTD.)

- (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
- (i). Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (ii). Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (iii). Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iv). Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; Not applicable
- (v). Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (vi). Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not applicable
- (vii). Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not applicable
- (viii). Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (ix). 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;
- (x). The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not applicable
- (xi). Circulars/Guidelines issued thereunder;

(vi). The other following general laws as may be applicable to the Company during the audit:







## ANNEXURE – 6 (CONTD.)

**(1) Employer/Employee Related Laws & Rules:**

- i. The Factories Act, 1948
- ii. The Employment Exchanges (Compulsory notification of Vacancies) Act, 1959
- iii. The Apprentices Act, 1961
- iv. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
- v. The Employees State Insurance Act, 1948
- vi. The Maternity Benefits Act, 1961
- vii. The Payment of Gratuity Act, 1972
- viii. The Payment of Bonus Act, 1965
- ix. The Payment of Wages Act, 1936
- x. The Minimum Wages Act, 1948
- xi. The Contract Labour (Regulation & Abolition) Act, 1970
- xii. The Industrial Employment (Standing Orders) Act, 1946
- xiii. Equal Remuneration Act, 1976
- xiv. The Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013
- xv. The Karnataka Industrial Establishments (National and Festival Holidays) Act, 1963
- xvi. The Karnataka Labour Welfare Fund Act, 1965
- xvii. The Karnataka Public Safety (Measures) Enforcement Act, 2017

**(2) Environment Related Acts & Rules:**

- i. The Environment Protection Act, 1986
- ii. The Water (Prevention & Control of Pollution) Act, 1974
- iii. The Air (Prevention & Control of Pollution) Act, 1981
- iv. Hazardous Wastes (Management, Handling and Tran boundary Movement) Rules, 2008.

I have also examined compliances with the applicable clauses of Secretarial Standards on Board and General Meetings (SS – 1 and SS – 2) issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above and filings of the returns were undertaken in time or within the extended time limits. Certain non-material findings made during the course of the audit relating to the provisions of the Companies Act, 2013, HR and Labour Laws were noted which have been communicated to the Company.





## ANNEXURE – 6 (CONTD.)

Further, I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors which took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notices are given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes as per the practice followed. However, during the period under report, there was no such case instance.

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

I further report that during the audit period the Company has:

- a) Issued and allotted shares on private placement basis/ preferential issue in compliance with the provisions of the Companies Act, 2013 and rules made thereunder;
- b) Status of the Company Converted from Private to Unlisted Public Company;
- c) The Company got its Equity Shares listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), on 31st December, 2024.

Place: Bengaluru  
Date: 27.05.2025



*Kalaivani S*  
Kalaivani S  
Practising Company Secretary  
ACS: 57112 CP: 22158  
Peer Review Certificate No.: 2860/2022  
UDIN: A057112G000454190

*Note: This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.*





## ANNEXURE – 6 (CONTD.)

## 'Annexure'

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

Place: Bengaluru  
Date: 27.05.2025



Kalaivani S  
Practising Company Secretary  
ACS: 57112 CP: 22158  
Peer Review Certificate No.: 2860/2022  
UDIN: A057112G000454190

**KALAIVANI. S**

B.Com., MBA, ACS

Company Secretary

# G002, Vinutha Vista Apartment,  
NGEF Main Road, Nagarbhavi,  
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Mob.: 99722 66442  
e-mail : kalaivanis0511@gmail.com

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31.03.2025**

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

Innomech Aerospace Toolings Private Limited  
Bengaluru

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Innomech Aerospace Toolings Private Limited (CIN:U29200KA2018PTC118006). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Innomech Aerospace Toolings Private Limited for the financial year ended on 31.03.2025 according to the provisions of:

- (i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- (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 the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

SEBI Act and the following regulations are not applicable except (i) to the Company

- (i). Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; Applicable
- (ii). Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (iii). Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (iv). Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (v). Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (vi). Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (vii). Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (viii). Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (ix). 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;
- (x). The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (xi). Circulars/Guidelines issued thereunder;





(vi). The other following general laws as may be applicable to the Company during the audit:

**(1) Employer/Employee Related Laws & Rules:**

- i. The Factories Act, 1948
- ii. The Employment Exchanges (Compulsory notification of Vacancies) Act, 1959
- iii. The Apprentices Act, 1961
- iv. The Employees Provident Fund & Miscellaneous Provisions Act, 1952
- v. The Employees State Insurance Act, 1948
- vi. The Maternity Benefits Act, 1961
- vii. The Payment of Gratuity Act, 1972
- viii. The Payment of Bonus Act, 1965
- ix. The Payment of Wages Act, 1936
- x. The Minimum Wages Act, 1948
- xi. The Contract Labour (Regulation & Abolition) Act, 1970
- xii. The Industrial Employment (Standing Orders) Act, 1946
- xiii. Equal Remuneration Act, 1976
- xiv. The Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013
- xv. The Karnataka Industrial Establishments (National and Festival Holidays) Act, 1963
- xvi. The Karnataka Labour Welfare Fund Act, 1965
- xvii. The Karnataka Public Safety (Measures) Enforcement Act, 2017

**(2) Environment Related Acts & Rules:**

- i. The Environment Protection Act, 1986
- ii. The Water (Prevention & Control of Pollution) Act, 1974
- iii. The Air (Prevention & Control of Pollution) Act, 1981
- iv. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

I have also examined compliances with the applicable clauses of Secretarial Standards on Board and General Meetings (SS – 1 and SS – 2) issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above and filings of the returns were undertaken in time or within the extended time limits. Certain non-





material findings made during the course of the audit were addressed suitably by the Management including strengthening of Secretarial Standards.

Further, I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors which took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notices are given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes as per the practice followed. However, during the period under report, there was no such case instance.

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



Place: Bengaluru  
Date: 26.05.2025

Kalaivani S  
Practising Company Secretary  
ACS: 57112 CP: 22158  
Peer Review Certificate No.: 2860/2022  
UDIN:A057112G000443839

*Note: This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.*



**‘Annexure’**

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

Place: Bengaluru  
Date: 26.05.2025



Kalaivani S  
Practising Company Secretary  
ACS: 57112 CP: 22158  
Peer Review Certificate No.: 2860/2022  
UDIN:A057112G000443839



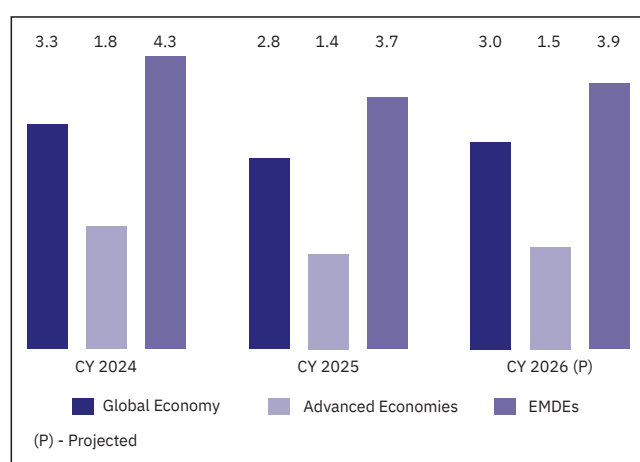


## MANAGEMENT DISCUSSION AND ANALYSIS

### GLOBAL ECONOMY

The global economy grew by 3.3% in CY 2024, reflecting a period of relative stability following years of pandemic-related and geopolitical disruptions. However, this recovery has proven uneven, with major economies recalibrating priorities amidst a shifting landscape of trade realignments and geopolitical tensions. In early 2025, the global environment experienced a major inflection point when the US introduced sweeping tariffs, triggering retaliatory measures from key trading partners. This disruption has severely impacted global trade flows and supply chains, intensifying the strain on businesses worldwide. Compounding this, volatile policy environments in major economies have eroded investor confidence, making business planning more challenging. As a result, the foundations of global economic cooperation are being tested, with countries re-prioritising domestic longevity over multilateral engagement. Meanwhile, inflation dynamics remain uneven. Global headline inflation is projected to decline to 4.3% in CY 2025, with slower easing than previously anticipated.

#### Global Economic Growth Projections (in %)



### OUTLOOK

The near-term outlook remains uncertain, shaped by policy-driven disruptions and financial fragility. However, the path forward depends on the global economy's capacity to reset and reform. A moderate recovery is projected for CY 2026, provided there is easing of trade tensions, improved policy coordination, and proactive financial oversight.

(Source: IMF Report on World Economic Outlook, April 2025)

### INDIAN ECONOMY

FY 2024-25 was a year of resilient growth for the Indian economy, despite global uncertainties and challenges. The country demonstrated strong economic momentum, supported by robust domestic demand, particularly in

rural areas, and a revival in private consumption. India became the fourth largest economy in the world in CY 2025, with growth projected at 6.5% in FY 2025-26, as per MOSPI. This growth is further driven by robust domestic demand, particularly in rural areas, increase in private investments and a stable macroeconomic environment. The government's focus on fiscal consolidation, infrastructure development, and supportive policies is expected to further strengthen the nation's economic expansion.

(Source: Press Information Bureau, April 2025-<https://pib.gov.in/PressReleasePage.aspx?PRID=2123826>)

Manufacturing is also showing positive momentum, with the HSBC India Manufacturing Purchasing Managers' Index (PMI) rising to 58.2 in April 2025, indicating strong growth in output, employment, and new export orders. This uptick is fuelled by the government's strong emphasis on manufacturing, reinforced through the Union Budget 2025-26. In parallel, policies such as the National Manufacturing Mission, targeted tax incentives, and financial support for MSMEs and startups aim to enhance competitiveness, drive innovation, and create large-scale employment. One among the growth sectors is the aviation industry, witnessing a sharp upward trajectory, with passenger traffic projected to grow by 7% in 2025, supported by rising incomes, a burgeoning middle class, and greater air travel affordability. Having returned to pre-pandemic levels, India now accounts for nearly 10% of Asia-Pacific's air traffic demand, and the government's push to develop 150 new airports is further fuelling the sector's expansion. This surge is creating significant opportunities in aerospace tooling and domestic MRO, as airlines look to optimise operations and reduce reliance on overseas services.

Additionally, India's defence sector has moved beyond policy support to become a revenue-generating, high-growth engine of national manufacturing. With exports touching a record INR 23,622 Crores in FY 2024-25, and plans to increase defence R&D spending tenfold by 2047, the sector is rapidly evolving into a long-term story of innovation, industrial scale, and global relevance. This shift is part of a broader transformation, with rising capital expenditure across infrastructure, logistics, and energy, and an expanded PLI scheme drawing private investments.

(Sources: <https://www.pmi.spglobal.com/Public/HomePressRelease/4cfa977ceabd44259c08a150b8485b7c>; <https://ficci.in/public/storage/SEDocument/20712/DSyNdso0hGSIZ4J1XdRnQdM8FQ0nUh3ZeE7Zc4lz.pdf>; <https://pib.gov.in/PressReleasePage.aspx?PRID=2097886>)

### OUTLOOK

India's growth projections remain strong, but global risks still loom. Geopolitical tensions, commodity price fluctuations, US tariffs and external trade risks could impact the

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTD.)

country's economic performance. However, the diversified economy, with its growth sectors, offers a counterbalance to these challenges. Furthermore, the government's ongoing structural reforms, including initiatives to enhance ease of doing business and attract foreign investment, are expected to support long-term growth.

(Sources: <https://m.economictimes.com/news/economy/indicators/moodys-cuts-india-growth-forecast-for-2025-to-6-3/articleshow/120952575.cms>;

<https://timesofindia.indiatimes.com/business/india-business/indias-services-sector-pmi-surges-to-58-7-in-april-sees-stronger-growth/articleshow/120927744.cms>;

<https://www2.deloitte.com/us/en/insights/economy/asia-pacific/india-economic-outlook.html>)

### INDUSTRY OVERVIEW

#### Aero-Tooling, MRO Tooling, Airframe Structure and GSE Industry

The aerospace industry is witnessing a robust resurgence, driven by surging global passenger traffic, increased defence spending, and next-generation aircraft programmes. With global passenger volumes expected to exceed 10 Billion in 2025, a 6% rise from 2024 and 16% above pre-pandemic levels, the demand for new aircraft, fleet upgrades, and maintenance infrastructure is scaling rapidly. This momentum is underpinned by the expansion of new-age engine platforms and the accelerated output by aircraft OEMs like Airbus and Boeing, fuelling sustained demand across aero-tooling, MRO tooling, airframe structure, and GSE segments.

#### Tooling Demand from New Engine Programmes and OEM Ramps

A significant growth catalyst for the tooling industry lies in the ongoing deployment and maturing lifecycle of high-volume engine programmes such as: LEAP engines, Pratt & Whitney GTF™ engines, and Rolls-Royce Trent XWB engines.

These engine programmes are not only expanding their assembly lines to meet the demand, but an initial part has started entering the critical maintenance and overhaul phase, creating consistent demand for specialised engine assembly and MRO tooling. With LEAP engines exceeding 10,000 orders and widespread deployment of GTF and XWB engines, tooling demand is surging for fixtures, handling systems, test rigs, and other high-complexity MRO components.

At the airframe level, narrow-body aircraft which account for 75%–80% of OEM deliveries remain the backbone of fleet expansion. Airbus aims to produce 75 A320s/month by 2026, while Boeing targets 38 737 MAX aircraft/month by the end of 2024. These production ramps are closely linked

to increased consumption of aero-tooling for structural assembly, jig fabrication, and high-mix component systems.

Key drivers of the tooling industry growth include:

- OEM production acceleration to meet airline orders
- Rise in engine shop visits due to maturing fleets
- Increased localisation of MRO and component manufacturing
- Technology upgrades in tooling to meet high-complexity geometries and materials in next-gen engines and airframes

(Source: <https://www.oliverwyman.com/our-expertise/insights/2025/feb/global-fleet-and-mro-market-forecast-2025-2035.html>)

#### Geographies Powering the Next Wave of Aerospace Growth

The Asia-Pacific region is projected to add 11,925 aircraft by 2042, making it the fastest-growing aviation market globally. With expanding low-cost carriers and regional airline fleets, demand for tooling and ground support systems is accelerating. Europe and North America continue to support steady volumes through mature OEM and MRO ecosystems.

Importantly, the shortage of new aircraft has forced airlines to extend the life of existing fleets, intensifying the need for engine overhauls, airframe maintenance, and component upgrades. This shift is fuelling the growth of the global MRO market, which was valued at USD 90–100 Billion in 2024 and is expected to reach USD 130–140 Billion by 2030, aligned with a global fleet expansion of 3.2% compound annual growth rate (CAGR). Over the next two decades, the services and aftermarket segment is forecast to generate USD 4.4 trillion, highlighting the magnitude of the opportunity.

#### Ground Support Equipment (GSE): A Parallel Growth Engine

Parallel to MRO, the Global Ground Support Equipment (GSE) market is experiencing rapid evolution. Valued at an estimated USD 9.95 Billion by 2025, the sector is growing at a CAGR of 8.9%, driven by increased aircraft movements, cargo handling needs, and airport modernisation programmes. Sustainability, modularity, and smart automation are key industry trends, with airports and airlines increasingly investing in green GSE fleets to meet regulatory mandates and ESG commitments.

#### Precision Tooling Market

The global tooling market, which includes precision tooling, is projected to reach approximately USD 292.87 Billion in 2025. This growth is primarily driven by increasing demand





## MANAGEMENT DISCUSSION AND ANALYSIS (CONTD.)

for high-quality, complex components and the continued shift towards automation and smart manufacturing practices. The market is further expected to register a CAGR of 6.86% through 2034.

Moreover, the adoption of Industry 4.0 technologies and growing emphasis on sustainable, cost-efficient production processes are supporting the growth of precision tooling worldwide. These trends are prompting manufacturers to invest in advanced tooling solutions to meet evolving performance, efficiency, and environmental standards.

(Sources: <https://www.precedenceresearch.com/tooling-market>; <https://pmarketresearch.com/product/worldwide-high-precision-tools-market-research-2024-by-type-application-participants-and-countries-forecast-to-2030/>; <https://www.researchandmarkets.com/reports/5792672/ground-support-equipment-market-report>)

#### A. Aerospace and Defence Industry

Aerospace and defence industries rely heavily on precision tooling to manufacture high-performance components. These components are mission-critical components designed to withstand extreme conditions and ensure the safety and reliability of aircraft, spacecraft, and military equipment. The key components that require precision manufacturing in commercial aircraft include the following:

- Engine Systems
- Flight Control Systems
- Fuel Systems
- Environmental Control Systems
- Aerostructures

The global aerospace market reached over USD 850 Billion in CY 2024 and is projected to grow to USD 1.2 Trillion by CY 2030, at a CAGR of 5-6%. Revenues are expected to exceed USD 1 Trillion in CY 2025, supported by a 20% increase in aircraft deliveries and expanding airline fleets in the Asia-Pacific region. In parallel, the global defence market is forecast to grow from USD 527.06 Billion in CY 2025 to USD 676.64 Billion by CY 2029, registering a CAGR of 6.4%.

This scale of growth in both segments is resulting in greater demand for critical systems and sub-systems requiring high precision and reliability. Key applications include airframes, engines, avionics, defence-grade components, and satellite systems.

Precision manufacturing plays a vital role in enabling the required accuracy, performance, and lifecycle durability across these use cases.

(Source: <https://www.oliverwyman.com/our-expertise/insights/2025/feb/global-fleet-and-mro-market-forecast-2025-2035.html>;

<https://www.logic-fruit.com/blog/avionics/aerospace-and-defense-outlook/>)

#### B. Semiconductor Manufacturing Equipment Market

Semiconductor manufacturing equipment refers to the equipment used in the processes involved in the manufacturing, fabrication, assembly and packaging, dicing, metrology, bonding and water testing of integrated circuits (IC) chips, memory chips and semiconductor wafers. These sophisticated machines facilitate various stages of semiconductor fabrication, including deposition, lithography, etching, and metrology. The global semiconductor manufacturing equipment market is experiencing significant growth, projected to expand from USD 109.24 Billion in 2024 to USD 155.09 Billion by 2029, at a CAGR of 7.3%. This expansion is driven by several factors, including advancements in packaging technologies, increased government support for domestic semiconductor industries, and the establishment of semiconductor fabrication facilities.

The Asia-Pacific region plays a pivotal role in the semiconductor manufacturing equipment market. The surging demand for advanced and highly efficient chips in the consumer electronics and automotive industries is expected to drive market growth in this region. The integration of artificial intelligence (AI) and generative AI (Gen AI) technologies is also poised to significantly transform the market.

India is rapidly positioning itself as a strategic manufacturing hub within the global semiconductor value chain, with a growing focus on the production of critical components and subsystems for semiconductor manufacturing equipment. Supported by the government's USD 10 Billion Semiconductor Mission, the Production-Linked Incentive (PLI) scheme, and a favourable investment climate, India is witnessing significant capital inflows into semiconductor infrastructure. As the semiconductor ecosystem matures, India is set to play a vital role.

(Source: <https://www.marketsandmarkets.com/Market-Reports/semiconductor-manufacturing-equipment-market-263678841.html>)

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTD.)

### C. Energy Sector

The energy sector is experiencing steady growth driven by rising global energy demand, environmental goals, and technological innovation. Valued at around USD 38.8 Billion in 2024, the market is projected to reach USD 44.7 Billion by 2029 with a CAGR of 2.9%. Nuclear power currently provides about 10% of the world's electricity, playing a vital role in decarbonisation efforts, especially in regions like Europe and rapidly developing countries in Asia-Pacific such as China and India.

Aligned with this global shift, India is accelerating its nuclear energy ambitions, targeting 100 GW of installed nuclear capacity by 2047 as part of its Viksit Bharat strategy. With 24 reactors (8,055 MWe) already operational and 6 under construction (4,768 MWe), expansion efforts are centred around 700 MWe Pressurised Heavy Water Reactors (PHWRs), notably in Kaiga 5 & 6, with upcoming projects in Gorakhpur, Chutka, and Mahi Banswara. India is also advancing plans for large-scale Nuclear Parks (1000–1600 MWe) and Small Modular Reactors (SMRs), with at least five SMRs expected by 2033, enabling flexible deployment and enhanced energy access.

To support this momentum, the government has introduced policy reforms encouraging private sector participation, streamlined approvals, and incentives for indigenous manufacturing. This growing nuclear ecosystem directly benefits the precision manufacturing sector, which plays a vital role in supplying mission-critical components such as drive systems, channel assemblies, and shielding units.

(Source: <https://www.marketsandmarkets.com/Market-Reports/nuclear-power-market-90078787.html#:~:text=Overview,and%20dependable%20supply%20of%20electricity.>)

### COMPANY OVERVIEW

Unimech Aerospace and Manufacturing Limited (also referred to as 'UAML' or 'The Company') is a precision engineering company. It offers a comprehensive suite of manufacturing solutions for mission-critical, high-complexity, and low-volume components. UAML's solutions are built on a foundation of innovation, quality, and compliance, serving global OEMs in the aerospace, defence, nuclear, semiconductor, and energy sectors.

The Company's product portfolio spans aerospace tooling systems, ground support equipment, electro-mechanical sub-assemblies, and high-precision machined components. Using both 'build to print' and 'build to spec' models, it offers customised, high-reliability solutions to customers worldwide.

The Company operates three manufacturing facilities with a combined built-up area of 2,13,000 sq. ft. As of March 31, 2025, UAML offers over 4,388 qualified SKUs and serves 30 customers across seven countries, highlighting its global presence and strong international demand.

### SEGMENT-WISE PERFORMANCE

The Company operates through two segments:

- **Aero-Tooling/MRO Tooling**

The segment is the primary revenue driver, involving the design and manufacture of advanced tooling systems for aircraft assembly, maintenance, and ground support. It supplies aero engine and airframe tools serving majorly large aerospace players like Tooling licences, engine OEMs. Aircraft manufacturers as well as Tier-1 suppliers. We are suppliers to Airbus, Boeing, Pratt & Whitney, to name a few. During the year, the segment contributed ~85% to total revenue.

- **Precision Components and Assemblies**

This segment includes the manufacturing of high-precision components used in industries such as aerospace, defence, energy and semiconductor. Its diverse product range helps meet shifting market demands and strengthens the Company's position in precision manufacturing. During the year, the segment generated 15% of total revenue.

For more detailed insights, refer to the section 'Business Overview' on page 21.

### FINANCIAL PERFORMANCE

In FY 2024–25, the Company posted consolidated revenue of INR 2,429.3 Million, up from INR 2,087.7 Million in FY 2023–24, marking a growth of 16%. EBITDA rose to INR 920.6 Million, compared to INR 791.9 Million in the previous year. Profit before Tax reached INR 1,019.0 Million, higher than INR 765.0 Million in FY 2023–24, reflecting a 33% increase. Profit after Tax stood at INR 834.6 Million, rising from INR 581.3 Million last year, recording an uptick of 44%. Correspondingly, basic Earnings per Share for the year stood at INR 17.6.

### INITIAL PUBLIC OFFERING (IPO)

The Company successfully launched its IPO through a combination of a fresh issue and an Offer for Sale. The fresh issue comprised 31,84,713 equity shares with a face value of INR 5 each, offered at a price of INR 785 per share (including a premium of INR 780 per equity share), aggregating to INR 2,500 Million. Simultaneously, the promoters offered for sale 31,84,713 of their existing equity shares, also with a face value of INR 5 each and offered at the same price of INR 785 per share, aggregating to INR 2,500 Million.





## MANAGEMENT DISCUSSION AND ANALYSIS (CONTD.)

Prior to the IPO, the Company acquired a 30% stake in Dheya Engineering, a micro-gas turbine design and development company for aero-defence. Building on this, the Company continues to actively pursue strategic acquisitions that enhance long-term synergies and core capabilities.

**PRE-IPO FUND RAISE**

During July 2024, the Company raised INR 2,500 Million in its first external funding round since inception, marking a significant milestone in its growth journey. It was through three investors namely, Value Quest, Steadview and Evolvence India Fund. The Board approved the issuance of 36,67,090 equity shares, each with a face value of INR 5, at INR 681.74 per share, aggregating to INR 250 Crores, on a preferential basis for cash consideration.

**KEY RATIOS (STANDALONE)**

In FY 2024-25, the Company reported a stable performance across key financial ratios, reflecting improved operational efficiency and a strengthened balance sheet. The inventory turnover ratio improved from 2.46 times in FY 2023-24 to 2.69 times in FY 2024-25, indicating better inventory management. The current ratio strengthened significantly from 2.10 to 6.55 over the same period, supported by investments made during the year. The net profit margin expanded from 27.19% in FY 2023-24 to 31.18% in FY 2024-25, driven by disciplined cost management and improved profitability.

The Company's capital structure witnessed further improvement, with the debt-to-equity ratio reducing from 0.32 in FY 2023-24 to 0.11 in FY 2024-25, on account of an increase in share capital. The interest coverage ratio remained largely stable at 1.24 times in FY 2024-25 as compared to 1.30 times in the previous year. The adjusted return on equity stood at 33.08% compared with 53.53% in FY 2023-24, primarily impacted by the expanded equity base.

(in %)

Ratios	FY 2024-25	FY 2023-24	Variance
Debtors' Turnover Ratio	4.77	5.29	(9.76)
Inventory Turnover Ratio (x)	2.69	2.46	9.01
Interest Coverage Ratio	1.24	1.30	(4.57)
Current Ratio	6.55	2.10	212.60
Net Profit Margin (in %)	31.18	27.19	3.98
Debt-to-Equity Ratio (x)	0.11	0.32	(65.63)
Adjusted Return on Equity (in %)	33.08	53.53	(20.45)

**RISK MANAGEMENT**

The Company takes a proactive and structured approach to risk management, aimed at spotting, assessing, and mitigating potential threats that may impact its business operations, financial stability, or strategic objectives. Operating in dynamic sectors, UAML stays alert to both sector-specific and macroeconomic risks.

Additionally, the Company ensures robust internal controls, regulatory compliance, sectoral and product diversification, and continuous monitoring of external and internal developments. These enable the Company to integrate risk mitigation into its core business processes, ensuring resilience, agility, and sustained value creation.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has implemented a solid internal control framework, incorporating a proprietary Enterprise Resource Planning (ERP) platform, rigorous quality assurance protocols, secure IT infrastructure, and well-defined procedures for supplier and customer onboarding. These controls enhance operational transparency, ensure regulatory compliance, support timely execution, and safeguard against fraudulent activities.

While no significant deficiencies have been identified in the current systems, the Company acknowledges that evolving business dynamics may impact their effectiveness. Accordingly, the Company remains committed to regularly reviewing and strengthening its control environment to maintain adequacy and compliance.

**INFORMATION TECHNOLOGY**

The Company's IT infrastructure is built on secure and scalable systems developed in collaboration with a reputed software provider. To protect operations, it employs centralised domain management, Multi-Factor Authentication (MFA), endpoint protection, and firewalls, ensuring controlled access and preventing unauthorised activities. Digital manufacturing tools, including 3D modelling and CNC programming software, are utilised to increase precision and streamline production processes.

The Company's operations have a proprietary ERP system that integrates procurement, supply chain, and end-to-end manufacturing. It enables real-time tracking of components, vendor performance, and internal workflows, driving efficiency, quality control, and timely delivery. Furthermore, continued investments in IT and software are capitalised as intangible assets, underscoring the Company's commitment to innovation and technology-driven operations.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTD.)

### HUMAN RESOURCES

The Company's talent management strategy focusses on building a skilled, diverse, and engaged workforce to foster innovation and operational excellence. Emphasising continuous development, UAML offers regular training programmes, career growth opportunities, and a comprehensive benefits package to support employee well-being. Additionally, safety remains a top priority, with stringent protocols in place to maintain a secure working environment across all operations.

As of March 31, 2025, the Company employed 793 individuals, including both direct employees and contract labourers, spread across key functional areas such as management, engineering, operations, administration, and trainees.

### CAUTIONARY STATEMENT

The statements in this section reflect the Company's objectives, projections, and expectations, which may be considered 'forward-looking statements' under applicable securities laws. These statements involve risks and uncertainties, and actual results may differ materially due to various factors. Investors should not rely solely on these statements, as they are not guarantees of future performance. The Company does not undertake any obligation to update or revise these statements.





# CORPORATE GOVERNANCE REPORT

ANNEXURE-8

## COMPANY'S PHILOSOPHY

The Company's philosophy on Corporate Governance envisages fairness, transparency, accountability, reliability, credibility and equality in all facets of its operation and its interaction with its stakeholders.

The Company's governance practices reflect values, and its Code of Conduct provides a necessary framework in managing the business with the highest standards, enabling the Company to fulfil its legal, financial and ethical objectives towards its stakeholders. The Company has adopted a Code of Conduct for its Directors and Senior Management which encompasses an appropriate mechanism to report any concern pertaining to non-adherence to the said Code. The Company discloses information regarding its financial position, performance and other vital matters with fairness and transparency on a timely basis, keeping in mind the regulatory requirements stipulated under the various laws applicable to Company.

## I. BOARD OF DIRECTORS AND PROCEDURES

The composition of the Board of Directors of the Company is governed by the provisions of the Companies Act, 2013, ("the Act") and the Securities

and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), wherever applicable and as amended from time to time.

The composition of the Board of Directors as on March 31, 2025, comprising of (10) ten Directors consisting of Chairman and Managing Director ("MD"), four Whole Time Directors and five Independent Directors. The Company's Board includes one Woman Independent Director. The Chairman of the Board is an Executive Director and also one of the promoters of the Company. Accordingly, the Composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 of the Companies Act, 2013.

The Directors of the Company are persons of eminence having vast and varied experience in Strategic Thinking, Planning and Business Management, Entrepreneurial and Leadership Skills, Marketing and Branding, Financial Management, Global Exposure, Expertise in Defence Industry, Governance and applicable Regulatory Compliance.

## A. COMPOSITION AND CATEGORY OF DIRECTORS, ATTENDANCE AT BOARD MEETINGS AND ANNUAL GENERAL MEETING, MEMBERSHIP OF OTHER BOARDS/COMMITTEES AS OF MARCH 31, 2025:

Name	Category	Board Meeting Held	Board Meeting Attended	Present in last AGM	Directorships in Companies Public /Private	Committee (Chair/ Member)
Mr. Anil Kumar P	Chairman & Managing Director	10	10	Yes	1/2	Nil/Nil
Mr. Ramakrishna Kamojhala	Whole Time Director	10	6	Yes	1/1	Nil/1
Mr. Rajanikanth Balaraman	Whole Time Director	10	10	Yes	1/2	Nil/Nil
Mr. Mani P	Whole Time Director	10	10	Yes	1/1	Nil/Nil
Mr. Preetham S V	Whole Time Director	10	10	Yes	1/1	Nil/Nil
Mr. Ashok Tandon	Independent Director	7	7	Yes	1/-	Nil/2
Mr. Mukund Srinath	Independent Director	7	7	Yes	1/-	1/Nil
Mr. Pavan Krishnamurthy	Independent Director	7	7	Yes	3/2	Nil/1
Ms. Vidya Rajaro	Independent Director	7	7	Yes	2/1	1/Nil
Mr. Sridhar Ranganathan	Independent Director	7	7	Yes	1/6	Nil/Nil

## OTHER DISCLOSURE

- As required under Regulation 26 of Listing Regulations, disclosure considers chairpersonship (in Listed Companies) and membership of Audit Committee and Stakeholders' Relationship Committee of Public Limited companies.
- The necessary disclosure regarding change in Committee positions, if any, have been made by all the Directors, during the year under review. None of the Director is a member of more than 10 Committees or Chairman of more than 5 Committees across all Indian Listed public limited Companies in which he/she is a director.

## CORPORATE GOVERNANCE REPORT (CONTD.)

3. As on March 31, 2025, none of the non-executive directors holds any equity share of the Company.
4. None of the Directors of the Company are related to each other and with the employees of the Company except Mr. Anil Kumar P and Mr. Mani P who are related to each other's being brothers.
5. The Company has proper systems to enable the Board to periodically review compliance Reports of all laws applicable to the Company.
6. None of the Non-executive Directors held convertible instruments of the Company during FY 2024-25.

### Details of directorship of Board Members in other listed entities:

None of the Directors of Unimech holds directorship in any other listed entity as of March 31, 2025.

## B. BOARD MEETINGS

The Board meets at least once in a quarter to review the quarterly results and other items on the agenda. During the year, the Board meetings were conducted in below dates:

Sl. No	Date of Board Meeting
1	April 22, 2024
2	April 30, 2024
3	June 22, 2024
4	July 03, 2024
5	August 07, 2024
	August 19, 2024 (Adjourned Meeting)
6	November 04, 2024
7	December 04, 2024
8	December 16, 2024
9	December 26, 2024
10	February 14, 2025

The maximum gap between any two Board Meetings is less than one hundred and twenty days. Accordingly, the Agenda papers and the minutes of Board meetings were circulated to Directors containing vital and adequate information facilitating deliberations at the meetings.

All material information was circulated to the Directors before the meetings or placed at the meetings, including the following minimum information as mentioned in the Part A of Schedule II of the Listing Regulations, as and when occasion arises:

- Annual Business Plan which includes capital expenditure and manpower budget. The capital expenditure proposals sanctioned, and actual

amounts incurred are reported on a quarterly basis. Reasons for variance between the budget and actuals are also explained.

- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and Company Secretary if any.
- Quarterly financial results for the Company and for the group companies with analysis of performance.
- Safety issues - fatal or serious accidents in the plants, dangerous occurrences, any material effluent or pollution problems if any.
- Any issue, which involves possible public, or product liability claims of substantial nature, including any judgment or order which may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Matters relating to related party transactions and statutory compliance report.
- Minutes of meeting of the Board of Directors, financial statements and significant transactions relating to wholly owned subsidiaries.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.

## C. CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct ("the Code") applicable to all the employees Executive Directors and Non-executive Directors including Independent Directors. The Code gives guidance and support needed for ethical conduct of business and compliance of law. A copy of the Code has been placed on the Company's website ([www.unimechaerospace.com](http://www.unimechaerospace.com)). The Code has been circulated to Directors and Management Personnel and its compliance is affirmed by them annually. A declaration signed by the Managing Director forms part of this Report. The Code of conduct has incorporated the duties of Independent Directors as laid down in the Companies Act, 2013. The Code of conduct is available on the website of the Company at <https://unimechaerospace.com/policy-documents/>.



## CORPORATE GOVERNANCE REPORT (CONTD.)

**D. DISCLOSURE REGARDING APPOINTMENT OR REAPPOINTMENT OF A DIRECTOR**

Pursuant to provisions of the Act, and Articles of Association of the Company, Mr. Rajanikanth Balaraman (DIN: 07894421) retires by rotation at the ensuing 9th Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

**E. INDEPENDENT DIRECTORS**

1. Independent Director means a Non-Executive Director, who fulfils the criteria as laid down in Regulation 16 read along with regulation 25 of the Listing Regulations.
2. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies and where any Independent Director is serving as whole-time director in any listed company, such director is not serving as Independent Director in more than three listed companies.
3. The maximum tenure of Independent Directors is in accordance with the Act, and rules made thereunder, in this regard, from time to time.
4. During the year, separate meeting of the Independent Directors was held on March 29, 2025 without the attendance of non-independent directors and members of the management. All Independent Directors attended the said meeting.
5. All Independent Directors of the Company have submitted the requisite declarations confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act, read with Regulation 16 and 25(8) of the SEBI Listing Regulations. The Independent Directors have also confirmed that they have complied with Schedule IV of the Act, and the Company's Code of Conduct. They have further confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties and that they are independent of the management.
6. The Independent Directors have also submitted their declaration in compliance with the provision of Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, which mandated the inclusion of an Independent Director's name in the data bank of the Indian Institute of Corporate Affairs ('IICA') for a period of one year or five years or life-time till they

continue to hold the office of an independent director.

7. Also, the Independent Directors of the Company have confirmed that they have registered with the databank maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.
8. The Company issues formal letter of appointment to its Independent Directors and the terms and conditions of said Letter are published on the website of the Company [www.unimechaerospace.com](http://www.unimechaerospace.com).
9. In the opinion of the Board, the Independent Directors of the Company fulfilled the conditions specified under SEBI LODR 2015 and also that they were independent towards any decision of the management.

**F. FAMILIARIZATION PROGRAMME FOR NON-EXECUTIVE/INDEPENDENT DIRECTORS OF THE COMPANY**

In terms of SEBI Listing Regulations, the Company adopted a Familiarisation Programme for its Non-Executive Directors including Independent Directors comprising two segments:-

**Familiarisation upon induction of new Directors**

This programme included the following:

Inductee was provided with a copy of all the applicable codes and policies formulated and adopted by the Company. An orientation on the Company's products, markets, Services, customer base and all related functions.

Introduction and interaction with certain key members of the Senior Management Personnel of the Company.

A detailed briefing to the inductee on the roles and responsibilities as Director/Independent Director.

**Annual Familiarisation Programme**

On an annual basis, the Company briefs its Directors inter alia about the Company's industry structure, business model, shareholder profile, financial details, overview of amendments in applicable laws, their roles, rights and responsibilities in the Company. The Board is also periodically briefed on the various changes in the regulations governing the conduct of Independent Directors. The above familiarisation programme is placed on our website at [www.unimechaerospace.com](http://www.unimechaerospace.com).



## CORPORATE GOVERNANCE REPORT (CONTD.)

### G. SKILLS, EXPERTISE AND COMPETENCE OF DIRECTORS

The table describes the core skill, expertise and competence of directors of the Company as of March 31, 2025 as required and possessed in the context of operations of the Company:

Particulars	List of core Skills/Expertise/Competencies identified by the Board				
	Planning	Finance & Taxation	Legal	Administration	Technical
Mr. Anil Kumar P	√	-	-	√	√
Mr. Ramakrishna Kamojhala	√	√	√	√	√
Mr. Mani P	√	-	-	√	√
Mr. Preetham S V	√	-	-	√	√
Mr. Rajanikanth Balaraman	√	-	-	√	√
Mr. Ashok Tandon	√	√	√	√	-
Mr. Mukund Srinath	√	√	√	√	-
Mrs. Vidya Rajarao	√	√	√	√	-
Mr. Pavan Krishnamurthy	√	√	√	√	-
Mr. Sridhar Ranganathan	√	-	√	√	-

Note: The mark is allocated based upon their competencies in the respective areas as stated above. However, in view of the experience and current positions in respective businesses, the directors possess working knowledge in all the above areas.

### H. BOARD EVALUATION

The Board monitors and reviews the Board evaluation framework. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria for the performance of executive/non-executive/independent directors. The questionnaire of the survey is a key part of the process of reviewing the functions and effectiveness of the board and identifying possible path for improvement. Each Board member is requested to evaluate the effectiveness of the board dynamics and relationship, information flow, decisions making of the directors, relationship with the stakeholders, company performance and strategy, and the effectiveness of the whole board and its various committees. Feedback on each director is encouraged. The evaluation process for FY 2024-25 has been completed.

An independent directors' meeting was held to review the following:

- Review the performance of non-independent directors and the Board as a whole.
- Review the performance of the Chairman of the Company, taking into account the views of executive directors and non-executive directors.
- Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

### I. REMUNERATION OF DIRECTORS

There is no pecuniary relationship or transactions with the Non-Executive Directors excepting payment of sitting fees which is paid for attending Board/ Committee Meetings. The sitting fees shall not exceed Rupees One Lakh per meeting of the Board or Committee, or such amount as may be prescribed by the Central Government from time to time. No commission/share of profit is payable to them.



## CORPORATE GOVERNANCE REPORT (CONTD.)

**Disclosures with respect to remuneration paid to Individual Directors:**

Details of the remuneration (sitting fee) on standalone basis to Non-executive Directors for the year ended March 31, 2025:

Particulars	(Amount ₹)
Mr. Ashok Tandon	12,00,000
Mr. Mukund Srinath	11,00,000
Mrs. Vidya Rajarao	11,00,000
Mr. Pavan Krishnamurthy	12,50,000
Mr. Sridhar Ranganathan	8,50,000

The Whole Time Directors had not drawn any remuneration from the Company during the FY 2024-25.

**J. REMUNERATION POLICY****Policy relating to the Remuneration for the Whole Time Directors, KMP and Senior Management Personnel**

The remuneration/compensation/commission to the Whole-time Director, Key Managerial Personnel (KMP) and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration/compensation/commission etc. shall be subject to the approval of the Shareholders of the Company, if required.

The remuneration and commission to be paid to the Whole-time Directors shall be in accordance with the provisions of the Act.

Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Directors.

Where any insurance is taken by the Company on behalf of its Whole-time Directors, Chief Financial Officer ("CFO"), the Company Secretary ("CS") and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

**Remuneration to Whole-time Director, KMP and Senior Management Personnel****Remuneration:**

The Whole-time Director/KMP and Senior Management Personnel shall be eligible for fixed and/ or variable

remuneration payable monthly or annually as may be approved by the Board on the recommendation of the Nomination and Remuneration Committee. In the case of Whole-Time Directors including Managing Director, the breakup of remuneration and quantum of perquisites including, employer's contribution to P.F, medical expenses etc. shall be decided and approved by the Board/the person authorised by the Board on the recommendation of the Committee and approved by the shareholders, if required.

**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 Directors in accordance with the provisions of Schedule V of the Act (in the form as stated under "remuneration" aforesaid) and if it is not able to comply with such provisions, Company may go for approval of shareholders.

**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 Act or without the prior sanction of the shareholders, 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 approved by shareholders by special resolution within two years from the date the sum becomes refundable.

**Profit-linked Commission:**

The profit-linked Commission or Incentive remuneration may be paid within the monetary limit approved by shareholders.

**Severance fees:**

In the event of determination of the contract by the Company before the contract period, the Company shall pay executive director, a compensation for the unexpired period of the contract at equal to and same terms had the contract been continued.

**Stock Options:**

In line with the provisions of the Act, an Independent Director shall not be entitled to stock options of the Company.

## CORPORATE GOVERNANCE REPORT (CONTD.)

### II. BOARD COMMITTEES:

#### A. AUDIT COMMITTEE

The Audit Committee ("Committee") presently consists of 3 (i.e., Three) Independent Directors as follows:

Sl No.	Name of the Director	Designation	Chairperson/Member
1	Mrs. Vidya Rajarao	Independent Director	Chairperson
2	Mr. Ashok Tandon	Independent Director	Member
3	Mr. Pavan Krishnamurthy	Independent Director	Member

- The constitution of the Committee meets with the requirements of Section 177 of the Act, along with Regulation 18 of Listing Regulations.
- All the current members of the Committee have relevant experience in financial matters and Mrs. Vidya Rajarao and Mr. Pavan Krishnamurthy are associate members of the Institute of Chartered Accountants of India. Mr. Ashok Tandon is fellow member of the Institute of Company Secretaries of India.
- The Company Secretary of the Company is the Secretary to the Audit Committee as on March 31, 2025.
- The Audit Committee Chairperson, Mrs. Vidya Rajarao attended the 8th Annual General Meeting held on Wednesday, July 03, 2024.
- The Audit Committee met Six (6) times during the financial year ended March 31, 2025. Particulars of dates of the meeting and particulars of attendance by the members of the committee during the year ended March 31, 2025, are as follows:

Sl No.	Date of Meeting	Members Present
1	July 03, 2024	All three Directors attended five of these meetings, and leave of absence was granted to Mrs. Vidya Rajarao by the Committee for meeting held on August 07, 2024.
2	August 07, 2024	
	August 19, 2024 (Adjourned meeting)	
3	December 04, 2024	
4	December 16, 2024	
5	December 26, 2024	
6	February 13, 2025	

The Chairman and Managing Director and the Chief Financial Officer attends Audit Committee meetings by invitation. The Statutory Auditors attends Audit Committee meetings as special invitees to provide comments and share concerns, if any, with the Audit Committee. Recommendations made by the Audit Committee during the year were accepted by the Board.

The powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Regulation 18 and Part C of Schedule II of the Listing Regulations and Section 177 of the Companies Act, 2013, as applicable, besides other terms may be referred by the Board of Directors including the following:

- Review of Management Discussion and Analysis of financial condition and results of operations, statements of significant related party transactions submitted by management, management letters/letters of internal control weaknesses issued by the statutory auditors, Internal Audit Reports relating to internal control weaknesses and the appointment, removal and terms of remuneration of the internal auditor.
- Review inter alia related party transactions and the financial statements, and all significant transactions and arrangements entered into by the Subsidiary.

#### B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ("Committee") presently consists of 3 (i.e., Three) Independent Directors as follows:

Sl No.	Name of the Director	Designation	Chairperson/Member
1	Mr. Mukund Srinath	Independent Director	Chairman
2	Mr. Ashok Tandon	Independent Director	Member
3	Mr. Sridhar Ranganathan	Independent Director	Member

- The Company Secretary, is the Secretary of the Nomination and Remuneration Committee.
- During FY 2024-25, One meeting was held on Friday, February 14, 2025, and all the members were present.

The powers, role and terms of reference of the Nomination and Remuneration Committee covers the





## CORPORATE GOVERNANCE REPORT (CONTD.)

areas as contemplated under Regulation 19 and Part D of the Schedule II of the Listing Regulations and Section 178 of the Act, and includes the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board diversity.
- Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

#### Performance evaluation criteria for Independent Directors

The criteria for performance evaluation cover the areas relevant to the functioning as Independent Directors such as preparation, participation, conduct and effectiveness. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation, the Directors who are subject to evaluation did not participate.

#### C. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee ("Committee") presently consists of two Independent Directors and one Executive Non-Independent director as follows:

Sl No.	Name of the Director	Category 1 of directors	Category 2 of directors
1	Mr. Mukund Srinath	Independent Director	Chairman
2	Mr. Ashok Tandon	Independent Director	Member
3	Mr. Ramakrishna Kamojhala	Executive Director	Member

- The Company Secretary is the Secretary of the Stakeholders' Relationship Committee.
- During FY 2024-25, one meeting was held on Monday, March 24, 2025, at which except Mr Ramakrishna Kamojhala, others were present.

The powers, role and terms of reference of the Stakeholders' Relationship Committee covers the

areas as contemplated under Regulation 20 and Part D of the Schedule II of Listing Regulations and includes the following:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- Resolving grievances of debenture holders related to the creation of charge, payment of interest/principal, maintenance of security cover and any other covenants.

#### D. RISK MANAGEMENT COMMITTEE

The Risk Management Committee ("Committee") presently consists of one Independent Director and two Executive and Non-Independent directors as follows:

Sl No.	Name of the Director	Category 1 of directors	Category 2 of directors
1	Mr. Anil Kumar P	Executive Director	Chairman
2	Mr. Pavan Krishnamurthy	Independent Director	Member
3	Mr. Ramakrishna Kamojhala	Executive Director	Member

- The Company Secretary, is the Secretary of the Risk Management Committee.
- During FY 2024-25, One meeting was held on Tuesday, March 25, 2025, all the members were present at the meeting.

The powers, role and terms of reference of the Risk Management Committee covers the areas as contemplated under Regulation 21 and Part D of the Schedule II of SEBI Listing Regulations and includes the following:

## CORPORATE GOVERNANCE REPORT (CONTD.)

- To formulate a detailed risk management policy.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.

### III. SENIOR MANAGEMENT

Our Senior Management team as of March 31, 2025, and the changes during the financial year in the senior management team are as below:

Sl. No	Name	Designation
1	Mr. Ramakrishna Kamojhala	Chief Financial Officer
2	Mr. Krishnappayya T Desai	Company Secretary and Compliance Officer
3	Mr. Ravi Bangalore Ramarao	VP-Technology and IT
4	Mr. Umesh B T	AVP-Emerging customers and capacity building
5	Mr. Ravi Kumar Vaddeswaram	AVP-Operations
6	Mr. Vinay Kumar	General Manager-Techno Commercial
7	Mr. Mahendra Nalluri	AGM-Finance
8	Mr. Prathap B	AGM-Operations
9	Mr. Sunil B V	AGM-Planning
10	Mrs. Mrinali Amit Kumar	AGM-Human Resources
11	Mr. Aakash Jaiswal	AGM-Investor Relations & Analyst
12	Mr. Sudhindra Vasantarao Kulkarni	AGM-Business Development, Projects and Customer Accounts
13	Mr. Sheshadri Nagaraja Nittoor	Head-Supply Chain Management
14	Mr. Ramesh Jaiswara	Business Unit Head
<b>Changes during FY 2024-25</b>		
1	Mr. Krishnappayya Desai has resigned from the position of Company Secretary & Compliance Officer w.e.f. March 28, 2025	

### IV. SUBSIDIARIES

As per the provisions of Regulation 24 of the Listing Regulations, details of the subsidiaries are as follows:

During FY 2024-25 the Company had two Wholly Owned Subsidiaries (WOS) i.e., one Indian and one Overseas Subsidiary. The detailed summary of these subsidiaries are as follows:

#### Indian Subsidiary

**Innomech Aerospace Toolings Private Limited** was incorporated as a private limited company under the Act, on October 26, 2018.

The Directors of the Company as on March 31, 2025, are as below:

Sl No.	Name of the Director	Designation
1	Mr Anil Kumar P	Managing Director
2	Mr Ramakrishna Kamojhala	Whole Time Director
3	Mr Mani P	Whole Time Director
4	Mr Preetham S V	Whole Time Director
5	Mr Rajanikanth Balaraman	Whole Time Director
6	Mr Sridhar Ranganathan	Independent Director

The Board monitors performance of the Innomech Aerospace Toolings Private Limited, inter alia, broadly covering the following aspects:



## CORPORATE GOVERNANCE REPORT (CONTD.)

- The Audit Committee of the Company reviews the financial statements of Innomech Aerospace Toolings Private Limited.
- A statement containing any significant transactions and arrangements entered into by Innomech Aerospace Toolings Private Limited is placed before the Company's Board.

In terms of Regulation 16 of the Listing Regulations, Innomech Aerospace Toolings Private Limited is a material subsidiary of the Company for FY 2024-25 on account of its revenue exceeding 10% of the consolidated income of Unimech Aerospace and Manufacturing Limited (the Holding Company).

**Audit & Auditors**

The members of the Company at their Sixth Annual General Meeting held on July 03, 2024, appointed Messrs. MSKA and Associates, Chartered Accountants to conduct the Statutory Audit from the conclusion of Sixth Annual General Meeting (AGM) till the date of Annual General Meeting to be held for the Financial Year Ended March 31, 2029.

**Overseas Subsidiaries**

**Unimech Global Manufacturing Solutions Inc.** was incorporated under the Delaware General Corporation

Law on May 29, 2024. It has its registered office at 16912 Coastal Highway, Lewes, Delaware 19558, County of Sussex, Delaware. Our Company has taken on record the incorporation of this subsidiary by way of its board resolution dated June 22, 2024.

This subsidiary does not have income or net worth exceeding 10% of the consolidated income or net worth respectively of Unimech Aerospace and Manufacturing Limited - the holding company and its subsidiaries, in the immediately preceding accounting year. Accordingly, it is not a material subsidiary in terms of Regulation 16 of SEBI Listing Regulations.

**V. RELATED PARTY TRANSACTION**

During FY 2024-25, the Company had no materially significant Related Party Transactions, which is considered to have potential conflict with the interests of the Company at large.

The Company has formulated a policy on the materiality of Related Party Transactions and also on dealing with Related Party Transactions. The said policy is made available on the website of the Company <https://unimechaerospace.com/policy-documents/>.

Details of transactions with related parties are provided in Annexure 2 of the Directors Report in Form AOC 2.

**VI. GENERAL BODY MEETINGS**

The details of the last three Annual General Meetings held and summary of Special Resolutions passed therein are furnished below:

Financial Year Ended	Date and Time	Venue	Special Resolutions passed
31-03-2024	<b>Date:</b> July 03, 2024 <b>Time:</b> 4:00 PM (IST)	Taj Yeshwanthpur, Bengaluru-560022.	<ol style="list-style-type: none"> <li>1. Appointment of Mr. Mukund Srinath as an Independent Director of the Company.</li> <li>2. Appointment of Mr. Ashok Tandon as an Independent Director of the Company.</li> <li>3. Appointment of Mr. Pavan Krishnamurthy as an Independent Director of the Company.</li> <li>4. Appointment of Mr. Sridhar Ranganathan as an Independent Director of the Company.</li> <li>5. Appointment of Ms. Vidya Rajarao as an Independent Director of the Company.</li> <li>6. Increase in Investment Limits for Non-Resident Indians and overseas citizens of India.</li> <li>7. Approval of Initial Public Issue of Equity Shares through a fresh issue and offer for sale of equity shares by the Company.</li> <li>8. To approve the issuance of equity shares on preferential basis to select group of persons.</li> </ol>



## CORPORATE GOVERNANCE REPORT (CONTD.)

Financial Year Ended	Date and Time	Venue	Special Resolutions passed
31-03-2023	<b>Date:</b> September 30, 2023 <b>Time:</b> 10:00 AM (IST)	538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.	NIL
31.03.2022	<b>Date:</b> September 30, 2022 <b>Time:</b> 11:00 AM (IST)	538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.	1. Approval to the Corporate Guarantee of INR 21,00,00,000 in favour of axis bank for credit facility of Innomech Aerospace Toolings Private Limited.

## VII. POSTAL BALLOT

During the financial year, the following resolutions were passed by the shareholders by the requisite majority by way of postal ballot through e-voting.

Date of Postal Ballot Notice	Resolutions passed	Total number of valid votes Polled	Votes cast in favour of the resolution	Votes Cast against the resolution	Approval Date	Scrutiniser
			No and %	No and %		
February 14, 2025	To consider and ratify the updated “unimech employee stock option plan 2024.	4,54,11,115	4,45,08,004 and 98.0113%	9,03,111 and 1.9887%	March 25, 2025	Ms. Kalaivani S, Company Secretary In Practice (Membership No. 57112) (CP No. 22158)
	To grant employee stock options to eligible employees of the Company’s subsidiaries under the “unimech employee stock option plan 2024”.	4,54,11,134	4,45,07,979 and 98.0112%	9,03,155 and 1.9888%		

The voting results are made available on our website at [www.unimechaerospace.com](http://www.unimechaerospace.com).

Special resolutions as set out in the postal ballot notice dated February 14, 2025 that were passed by the shareholders are as follows:

Resolution 1: To consider and ratify the updated “Unimech Employee Stock Option Plan 2024”.

Resolution 2: To grant employee stock options to eligible employees of the Company’s subsidiaries under the “Unimech Employee Stock Option Plan 2024”.

### Procedure for Postal Ballot

The postal ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and applicable circulars issued by the Ministry of Corporate Affairs from time to time.

## VIII. MEANS OF COMMUNICATION

### Quarterly/Half Yearly/Yearly Results

- Pursuant to provisions of the Listing Regulations, periodical financial results of the Company are being published in widely circulated English Newspaper (Business line - All India editions) and vernacular newspaper (Bengaluru edition).



## CORPORATE GOVERNANCE REPORT (CONTD.)

- Financial results, duly approved by the Board, are filed with Stock Exchanges (BSE and NSE) and also displayed on the Company's Website [www.unimechaerospace.com](http://www.unimechaerospace.com).
- Along with the financial results, other information as per Listing Regulations such as Annual Report, Integrated Governance Report, Shareholding Pattern and official news/press releases are filed with BSE on <https://listing.bseindia.com> and with NSE through <https://neaps.nseindia.com/NEWLISTINGCORP/> and also on the Company's website [www.unimechaerospace.com](http://www.unimechaerospace.com).
- The Company conducts earnings calls after the board meeting to discuss financial results of the Company for the quarter, half year and year ended as the case may be. The presentations made to the institutional investors or analysts, if any, are sent to Stock Exchanges and also made available on the website of the Company at [www.unimechaerospace.com](http://www.unimechaerospace.com).

## IX. GENERAL SHAREHOLDER INFORMATION

a.	Annual General Meeting Date, Time, Venue	August 13, 2025, 11:00, OVAM																			
b.	Financial Year	A twelve-month period starting from April 01, 2024 to March 31, 2025.																			
c.	Dividend Payment Date	No Dividend is declared for FY 2024-25.																			
d.	Record date	As mentioned in the Notice of this AGM.																			
e.	Listing on Stock Exchanges	The Equity Shares of the Company are listed on BSE Limited (BSE) and National Stock Exchange of India Ltd (NSE).  BSE Limited,  P J Towers, Dalal Street, Mumbai 400 001.  National Stock Exchange of India Ltd,  Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051.  The listing fees dues as on the date has been paid to the respective stock exchanges.																			
f.	ISIN	IINE0U3I01011																			
g.	Registrar and Transfer Agents (RTA)	KFin Technologies Limited  Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032.  Contact details: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> .  Contact number: 1800-309-4001.																			
h.	Share Transfer System	Transactions happens in dematerialised mode only.																			
i.	Distribution of shareholding as on March 31, 2025	(As per Annexure A)																			
j.	Shareholding Pattern as on March 31, 2025	(As per Annexure B)																			
k.	Dematerialisation of Shares and Liquidity as on March 31, 2025	<table><tr><th>Description</th><th>No. of Holders</th><th>No. of Shares</th><th>% of Equity</th></tr><tr><td>Physical</td><td rowspan="4">76,523</td><td>-</td><td>-</td></tr><tr><td>NSDL</td><td>81,75,705</td><td>16.08</td></tr><tr><td>CDSL</td><td>4,26,81,178</td><td>83.92</td></tr><tr><td>Total</td><td>5,08,56,883</td><td>100</td></tr></table>			Description	No. of Holders	No. of Shares	% of Equity	Physical	76,523	-	-	NSDL	81,75,705	16.08	CDSL	4,26,81,178	83.92	Total	5,08,56,883	100
Description	No. of Holders	No. of Shares	% of Equity																		
Physical	76,523	-	-																		
NSDL		81,75,705	16.08																		
CDSL		4,26,81,178	83.92																		
Total		5,08,56,883	100																		
l.	Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity	No outstanding GDRs/ADRs/Warrants or any Convertible Instruments.																			

## CORPORATE GOVERNANCE REPORT (CONTD.)

m.	Commodity price risk or Foreign exchange risk and hedging activities	Nil
n.	Factory (Plant Location) and Registered Office	538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.
o.	Compliance Officer and Company Secretary	Mr. Krishnappayya Desai till March 28, 2025.  Mr. Suhas H M was appointed as Compliance Officer w.e.f. March 28, 2025.
p.	Address for correspondence	Shareholders/Beneficial owners are requested to correspond with the Company's RTA (Registrar and Share Transfer Agents) with respect to any query, request, information or clarification pertaining to shares and are further advised to quote their folio number, DP and Client ID number as the case may be, in all correspondence with it. In addition to the RTA, the shareholders may correspond at the following addresses;  <b>Registered Office and Factory</b> <b>Unimech Aerospace and Manufacturing Limited</b> 538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.
q.	Credit Rating during the year	Crisil Ratings Limited has revised the ratings as Crisil A-/Positive.

**ANNEXURE\_A**
**Distribution of shareholding as on March 31, 2025**

Shareholding of Nominal Shares	Shareholders	% to Total Shareholders	Total Shares	% of Paid-up Capital
1 to 500	75,940	99.24	19,65,999	3.87
501 to 1,000	262	0.34	2,02,093	0.40
1,001 to 2,000	137	0.18	2,06,292	0.41
2,001 to 3,000	46	0.06	1,09,055	0.21
3,001 to 4,000	37	0.05	1,32,040	0.26
4,001 to 5,000	19	0.02	89,422	0.18
5,001 to 10,000	29	0.04	2,15,049	0.42
10,001 & above	53	0.07	4,79,36,933	94.26
<b>Total</b>	<b>76,523</b>	<b>100.00</b>	<b>5,08,56,883</b>	<b>100.00</b>

**ANNEXURE B**
**Shareholding pattern as on March 31, 2025**

Sl No.	Category	Number of Shares	% of Holding
(A)	<b>Promoters and Promoters Group</b>		
1	Promoters		
1(a)	(A)Individual (Indian Nationals)	4,01,34,509	78.93
1(b)	Individual (Foreign National)	-	
1(c)	Body Corporate	-	
2	Promoters Group	4,57,378	0.90
	<b>Total (A1 + A2)</b>	<b>4,05,91,887</b>	<b>79.83</b>





## CORPORATE GOVERNANCE REPORT (CONTD.)

Sl No.	Category	Number of Shares	% of Holding
<b>(B)</b>	<b>Public Shareholdings</b>		
1	Mutual Funds	7,80,587	1.53
2	Alternate Investment Funds	31,01,354	6.10
3	Foreign Portfolio Investor (Corporate)	2,24,925	0.44
4	Financial Institutions	-	-
5	Individuals	32,48,139	6.39
6	Others	29,09,991	5.71
	<b>Total (B)</b>	<b>1,02,64,996</b>	<b>20.17</b>
<b>(C)</b>	<b>Non Promoter – Non Public shareholder</b>	-	-
<b>Grand Total (A + B + C)</b>		<b>5,08,56,883</b>	<b>100</b>

**X. OTHER DISCLOSURE****1. Materially significant related party transactions**

There have been no materially significant related party transactions that may have potential conflict with the interests of the listed entity at large.

**2. Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange(s), SEBI or any other statutory authority.**

The equity shares of the Company are listed on BSE Limited, Mumbai and National Stock Exchange of India Limited, Mumbai. The Company has complied with all the applicable requirements of capital markets and no penalties or strictures have been imposed on the Company by Stock Exchanges, SEBI or any other statutory authority, on any matter relating to the capital markets, during the last three years.

**3. Whistle Blower Policy / Vigil Mechanism and Affirmation that no personnel has been denied access to the Audit Committee.**

The Company is committed to ethical and lawful business conduct which is not only essential to the Company's success, but also a fundamental shared value of its Board of Directors (the "Board"), senior management personnel and employees. Consistent with these principles, the Board has adopted a Code of Business conduct and Ethics (the "Code") as a guide to the principles and standards that should govern the actions of its Board and senior management personnel.

Any actual or potential violation of the Code or any deviation from the key company policies howsoever insignificant or perceived as such, is a matter of serious concern for the Company and should be reported appropriately for remedial/penal action.

To enable Reporting (Whistle blower) of actual or potential violation of the Code or any deviation from the key company policies, a fair and proactive mechanism is imperative fortified by an appropriate protection policy.

This Whistle Blower Policy and Vigil Mechanism ("the Policy" or "this Policy") has been formulated with a view to provide a mechanism for Directors/Employees of the Company to approach the Chairperson of the Audit Committee of the Company or Chairman of the Company. Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed is implemented through this Whistle Blower Policy to provide for adequate safeguards to the whistle blowers against victimisation of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee in terms of Regulation 22 of SEBI Listing Regulations and Section 177 of the Companies Act, 2013. During the year under review, no personnel was denied access to the Audit Committee. The above policy is available on our website [www.unimechaerospace.com](http://www.unimechaerospace.com).

**4. CEO / CFO Certification**

As required by the Listing Regulations, the Managing Director and Chief Financial Officer of the Company have certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial Reporting purpose as required under the Listing Regulations, for the year ended March 31, 2025. The said certificate forms part of this Report.

## CORPORATE GOVERNANCE REPORT (CONTD.)

**5. Compliance certificates from Practising Company Secretary**

In accordance with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, a separate certificate from

Mrs. Kalaivani S, Practising Company Secretary, Bengaluru, confirming that:

- i. Compliance of conditions on Corporate Governance and
- ii. None of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

The said certificates form part of this Report.

**6. Details of total fees paid to Statutory Auditors**

The details of total fees for all services paid by the Company and its subsidiary, on a consolidated basis, to statutory auditor is as follows:

Particulars	FY 2024-25	FY 2023-24
Audited Financials (including audit of consolidated financial statements and Subsidiary)	41,50,000	12,90,000
Limited Review (Quarterly financial results including consolidated financial results)	7,00,000	-
Fee paid towards services availed during IPO	1,28,39,000	20,00,000
Reimbursement of expenses	8,0,4000	-
<b>Total</b>	<b>1,84,93,000</b>	<b>32,90,000</b>

During the year, there was no payment to any entity in the network firm/network entity of which the statutory auditor is a part.

**7. Disclosure in relation to the Sexual Harassment**

The details relating to complaints filed, disposed of and pending during the financial year pertaining to sexual harassment of Women in the Workplace are as under:

a	No. of complaints filed during the Financial Year	0
b	No. of complaints disposed of during the Financial Year	0
c	No. of complaints pending as on end of the financial year	0

8. Loans and advances in the nature of loans to Companies in which directors are interested by name and amount are provided in note no.43 of the financial statements.

**9. Accounting treatment in preparation of Financial Statements (Ind As)**

The guidelines/Accounting Standards (AS) laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013 have been followed in the preparation of the financial statements of the Company in all material respects.

**10. Code for prevention of Insider Trading/Fair Disclosure**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"), the Company has adopted a Code for Prevention of Insider Trading. The objective of the code is to restrict an insider from dealing in the shares of the Company either directly or indirectly when in possession of unpublished price sensitive information (UPSI) and also to restrict communication of such UPSI. The code is applicable to the directors and designated employees. The code enumerates the procedure to be followed for dealing in the shares of the Company and periodic disclosures to be made. It also restricts the insiders from dealing in the Company's shares during the period when the 'Trading Window' is announced closed. The Company Secretary has been designated as the Compliance Officer.

In terms of the SEBI PIT Regulations a Code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information has been formulated by the Company and made available on company's website [www.unimechaerospace.com](http://www.unimechaerospace.com).



## CORPORATE GOVERNANCE REPORT (CONTD.)

**11. Management Discussion and Analysis Report**

The Management Discussion and Analysis Report forms part of Board's Report as **Annexure 7**.

**12. Board Diversity**

The Company recognises the benefits of a Board that possesses a balance of skills, experience, expertise and diversity of perspectives appropriate to the requirements of the business of the Company.

The Company maintains that Board appointment should be based on merit that complements and expands the skills, experience and expertise of the Board as a whole, taking into account gender, age, professional experience and qualifications, cultural and educational background, and any other factors that the Board might consider relevant and applicable from time to time towards achieving a diverse Board.

The Nomination and Remuneration Committee (the "Committee") is responsible for reviewing and assessing the composition and performance of the Board, as well as identifying appropriately qualified persons to occupy Board positions.

The Board of Directors of the Company has an optimum combination of Executive and Non-Executive Directors with at least one woman director and the composition of the Board is in accordance with requirements of the Companies Act, 2013, Listing Regulations and the statutory, regulatory obligations of the Company. The Board Diversity Policy is available on our website [www.unimechaerospace.com](http://www.unimechaerospace.com).

**13. E-Voting**

In compliance of the Companies Act, 2013 and Regulation 44 of Listing Regulations, the Company provides e-voting facility to its shareholders, in respect of all shareholders' resolutions, to be passed at General Meeting. The procedure/ instructions for e-voting are included in the Notice of the ensuing Annual General Meeting of the Company.

**14. Mandatory Requirements**

The Company has complied with all the mandatory requirements specified in Regulations 17 to

27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of the SEBI Listing Regulations. The Company has complied compliance requirement of corporate governance under Sub para 2 to 10 of the corporate governance Report in respect of schedule V of Listing Regulations.

**15. Agreements binding listed entities**

Pursuant to Regulation 30A of the Listing Regulations, no agreement has been entered or executed by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company during the financial year.

**16. Outstanding unclaimed shares**

Pursuant to Regulation 34(3) and Part F of Schedule V to the Listing Regulations, the Company does not have its equity shares in the demat suspense account or unclaimed suspense account.

**17. Discretionary Requirements**

The status of adoption of the discretionary requirements as specified in Regulation 27(1) of the Listing Regulations are as follows:

- Separate posts of Chairman and Managing Director or CEO – The Chairman and Managing Director/ CEO are same person.
- Reporting of Internal Auditor - The Internal Auditor Reports directly to the Audit Committee.
- Audit Qualifications - The Company has unmodified financial statements for FY 2024-25.

**18. Information through Company's Website**

The disclosure as stipulated under Regulation 46(2) of the Listing Regulations has been disseminated on the Company's website.

For **Unimech Aerospace & Manufacturing Limited**

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director



## CORPORATE GOVERNANCE REPORT (CONTD.)

**Compliance certificate by Managing Director/ Chief Executive Officer and Chief Financial Officer as per Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors

**Unimech Aerospace and Manufacturing Limited**

538, 539, 542 & 543, 14th Cross, 7th Main,  
4th Phase, Peenya Industrial Area,  
Bengaluru, Karnataka - 560058.

This is to certify that:

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

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman & Managing Director

Sd/-  
Ramakrishna Kamojhala  
Whole-Time Director & Chief Financial Officer



## CORPORATE GOVERNANCE REPORT (CONTD.)

**Declaration pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding adherence to the Code of Business Conduct and Ethics****The Board of Directors****Unimech Aerospace and Manufacturing Limited**

538, 539, 542 & 543, 14th Cross, 7th Main,  
4th Phase, Peenya Industrial Area,  
Bengaluru, Karnataka - 560058.

On the basis of the written declarations received from members of the Board and senior management in terms of Regulation 26(3) read with Schedule V of Para D of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby certified that, for the year ended March 31, 2025, both the members of the Board and the senior management of the Company have affirmed compliance with the respective provisions of the Code of Business Conduct and Ethics of the Company, as laid down by the Board.

Bengaluru  
May 27, 2025

Sd/-  
Anil Kumar P  
Chairman and Managing Director

**KALAIIVANI. S**

B.Com., MBA, ACS

Company Secretary

# G002, Vinutha Vista Apartment,  
NGEF Main Road, Nagarbhavi,  
Bangalore - 560 072.  
Mob.: 99722 66442  
e-mail : kalaivanis0511@gmail.com

**AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

To

The Members of  
Unimech Aerospace and Manufacturing Limited  
538, 539, 542 & 543, 7th Main of Peenya IV Phase Industrial Area,  
Yeshwanthpur Hobli, Bangalore,  
Bangalore North Taluk, Karnataka, India, 560058

I have examined the compliance of the conditions of Corporate Governance by Unimech Aerospace and Manufacturing Limited ('the Company') for the year ended 31<sup>st</sup> March, 2025 as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. My 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.

In my opinion and to the best of my information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I 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.

Place: Bangalore  
Date: 27.05.2025



  
Kalaivani S

Company Secretary  
ACS:57112 CP:22158

Peer Review Certificate No.: 2860/2022  
UDIN: A057112G000454245



**KALAIVANI. S**

B.Com., MBA, ACS

Company Secretary

# G002, Vinutha Vista Apartment,  
NGEF Main Road, Nagarbhavi,  
Bangalore - 560 072.  
Mob.: 99722 66442  
e-mail : kalaivanis0511@gmail.com

### **CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

***(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)***

To,

The Members

Unimech Aerospace and Manufacturing Limited  
538, 539, 542 & 543, 7th Main of Peenya IV Phase Industrial Area,  
Yeshwanthpur Hobli, Bangalore,  
Bangalore North Taluk, Karnataka, India, 560058

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Unimech Aerospace and Manufacturing Limited having CIN: L30305KA2016PLC095712 and having Registered Office at No. 538, 539, 542 & 543, 7th Main of Peenya IV Phase Industrial Area, Yeshwanthpur Hobli, Bangalore, Bangalore North Taluk, Karnataka, India, 560058, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Director Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31<sup>st</sup> March, 2025 has been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, the Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of Director Messrs	DIN	Date of appointment in Company
1.	Preetham Venkatesh Shimoga	07683268	17/12/2016
2.	Rajanikanth Balaraman	07894421	31/07/2017
3.	Ramakrishna Kamojhala	07004517	31/07/2017



4.	Mani Puttan	08042129	01/09/2018
5.	Anil Puttan Kumar	07683267	01/09/2018
6.	Mukund Srinath	00025017	03/07/2024
7.	Ashok Tandon	06534280	03/07/2024
8.	Ranganathan Sridhar	07637826	03/07/2024
9.	Pavan Krishnamurthy	00579613	03/07/2024
10.	Vidya Rajarao	07878459	03/07/2024

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bengaluru  
Date: 27.05.2025



*S. Kalaivani*

Kalaivani S  
Company Secretary  
ACS:57112 CP:22158  
Peer Review Certificate No.: 2860/2022  
UDIN: A057112G000454080



# BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

## SECTION A: GENERAL DISCLOSURES

### I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the listed entity	L30305KA2016PLC095712
2.	Name of the listed entity	Unimech Aerospace and Manufacturing Limited
3.	Year of incorporation	August 12, 2016
4.	Registered office address	538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.
5.	Corporate address	538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.
6.	E-mail	<a href="mailto:investorrelations@unimechaerospace.com">investorrelations@unimechaerospace.com</a>
7.	Telephone	080-4204 6782
8.	Website	<a href="http://www.unimechaerospace.com">www.unimechaerospace.com</a>
9.	Financial year for which reporting is being done	FY 2024-25
10.	Name of the stock exchange(s) where shares are listed	BSE Limited National Stock Exchange of India Limited
11.	Paid-up capital	INR 25,42,84,415
12.	Name and contact details (telephone, Email address) of the person who may be contacted in case of any queries on the BRSR report	Mr Ramakrishna Kamojhala Whole-Time Director & Chief Financial Officer E-mail: <a href="mailto:investorrelations@unimechaerospace.com">investorrelations@unimechaerospace.com</a> Contact Number: 080-4204 6782
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone
14.	Name of assurance provider	NA
15.	Type of assurance obtained	NA

### II. Products/services

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

S. No.	Description of main activity	Description of business activity	% of turnover of the entity
1.	Manufacture aero engine tooling and airframe tooling	Manufacturing tooling and components used in the aerospace sector	100%

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

S. No.	Product/Service	NIC Code	% of total turnover contributed
1	Aero toolings and defence products	2811	100%

[https://www.ncs.gov.in/Documents/NIC\\_Sector.pdf](https://www.ncs.gov.in/Documents/NIC_Sector.pdf)

### III. Operations

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

Location	Number of plants	Number of offices	Total
National	2	1	3
International	0	0	0



## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (CONTD.)

### 19. Markets served by the entity:

#### a. Number of locations

Locations	Number
National (No. of states)	5
International (No. of countries)	6

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

Exports contribute 95% of the Company's total turnover, underscoring its strong presence and focus in international markets.

#### c. A brief on types of customers

The Company primarily serves a diverse customer base comprising global Original Equipment Manufacturers (OEMs) and Tier-1 suppliers.

## IV. Employees

### 20. Details as at the end of financial year

#### a. Employees and workers (including differently abled)

Sr. No.	Particulars	Total  (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
employees						
1.	Permanent (D)	78	72	92.3	6	7.69
2.	Other than permanent (E)	1	1	100	0	0
3.	<b>Total employees (D + E)</b>	<b>79</b>	<b>73</b>	<b>92.4</b>	<b>6</b>	<b>7.59</b>
workers						
4.	Permanent (F)	7	6	85.71	1	14.29
5.	Other than permanent (G)	18	17	94.44	1	5.56
6.	<b>Total workers (F + G)</b>	<b>25</b>	<b>23</b>	<b>92.00</b>	<b>2</b>	<b>8.00</b>

#### b. Differently abled employees and workers

Sr. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
differently abled employees						
1.	Permanent (D)	0	0	0	0	0
2.	Other than permanent (E)	0	0	0	0	0
3.	Total differently abled employees (D + E)	0	0	0	0	0
differently abled workers						
4.	Permanent (F)	0	0	0	0	0
5.	Other than permanent (G)	0	0	0	0	0
6.	Total differently abled workers (F + G)	0	0	0	0	0

### 21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of females	
		No. (B)	% (B / A)
Board of Directors	10	1	10%
Key Management Personnel	6*	0	0

\*Mr Krishnappayya Desai, Company Secretary & Compliance Officer has been relieved from his duties with effect from March 28, 2025.



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

**22. Turnover rate for permanent employees and workers**

(Disclose trends for the past 3 years)

	FY 2024-25 (Turnover rate in current FY)			FY 2023-24 (Turnover rate in previous FY)			FY 2022-23 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	55.81%	70.59%	57.53%	28.57%	31.58%	21.35%	79.17%	77.78%	78.95%
Permanent workers	71.43%	100.00%	75.00%	50.00%	100.00%	48.48%	85.71%	40.00%	78.79%

Note: During FY 2024-25, employees were shifted to the subsidiary, Innomech Aerospace Toolings Private Limited, owing to which the employee turnover rate was higher compared to previous two years.

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

Sr. No.	Name of the holding/ subsidiary/associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Innomech Aerospace Toolings Private Limited	Subsidiary	100%	No
2	Unimech Global Manufacturing Solutions Inc.	Subsidiary	Nil	No

**CSR Details****24.**

- Whether CSR is applicable as per section 135 of Companies Act, 2013: No.
- Turnover (in INR): INR 4,244.58 Lakhs
- Net worth (in INR): INR 52,318.82 Lakhs

**VI. Transparency and disclosures compliances****25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct**

Stakeholder group from whom complaint was received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide a weblink to the grievance redress policy)	(If yes, then provide a weblink to the grievance redress policy)			FY 2023-24 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Communities	NA	Nil	Nil	Nil	Nil	Nil	Nil
Investors (other than shareholders)	<a href="https://smartodr.in/login">https://smartodr.in/login</a>	Nil	Nil	Nil	Nil	Nil	Nil

## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

Stakeholder group from whom complaint was received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide a weblink to the grievance redress policy)	(If yes, then provide a weblink to the grievance redress policy)			FY 2023-24 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints with pending resolution at the close of the year	Remarks
Shareholders	<a href="https://scores.sebi.gov.in/">https://scores.sebi.gov.in/</a>	2,276	Nil	All the complaints have been disposed of	Nil	Nil	Nil
Employees and workers	<a href="https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf">https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf</a>	Nil	Nil	Nil	Nil	Nil	Nil
Customers	<a href="https://unimechaerospace.com/wp-content/uploads/2024/08/17-Unimech-Privacy-Policy.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/17-Unimech-Privacy-Policy.pdf</a>	Nil	Nil	Nil	Nil	Nil	Nil
Value Chain Partners	<a href="https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf">https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf</a>	Nil	Nil	Nil	Nil	Nil	Nil
Other (please specify)	Nil						





## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

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

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

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (indicate positive or negative implications)
1	Supply Chain Reliability	Risk	Global disruptions can delay procurement of raw materials, affecting production timelines	Diversifying suppliers and building local sourcing partnerships	Potential negative impact due to delays or increased procurement costs
2	Workforce Skill Development	Opportunity	Industry demands are evolving with advanced manufacturing and automation	Introduced internal upskilling programmes and technical training	Positive long-term impact through improved productivity and innovation
3	Product Quality & Compliance	Risk	Aerospace clients require strict adherence to quality and certification standards	Regular audits, QMS (Quality Management System), and ISO adherence	Negative impact if quality lapses result in contract losses or penalties
4	Technological Innovation	Opportunity	Adopting emerging tech ensures competitiveness in aerospace manufacturing	Increased R&D spend and collaboration with engineering institutions	Positive impact through higher-value product offerings and market expansion
5	Environmental Compliance	Risk	Non-compliance with emission and waste norms may lead to penalties or shutdowns	Implemented waste treatment systems and energy-efficient operations	Positive impact as it avoids regulatory fines; may involve initial cost but leads to long-term operational efficiency

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (CONTD.)

### SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Sr. No.	Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes										
1	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	N	Y	Y	Y	N	N	Y	Y
	b. Has the policy been approved by the Board? (Yes/No)	Y	N	Y	Y	Y	N	N	Y	Y
	c. Weblink of the policies, if available	<b>Principle 1:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/02-Code-of-Conduct-Directors-Senior-Management-Personnel.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/02-Code-of-Conduct-Directors-Senior-Management-Personnel.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/04-Evaluation-of-Performance-of-Board-of-Directors.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/04-Evaluation-of-Performance-of-Board-of-Directors.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/05-Familiarisation-Programme.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/05-Familiarisation-Programme.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/09-RPT.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/09-RPT.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/14-Materiality-Policy.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/14-Materiality-Policy.pdf</a></li> </ol> <b>Principle 3:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf">https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/03-Diversity-of-Board-of-Directors-Policy.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/03-Diversity-of-Board-of-Directors-Policy.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/07-Nomination-Remuneration-Evaluation-Policy.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/07-Nomination-Remuneration-Evaluation-Policy.pdf</a></li> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/12-Succession-Planning.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/12-Succession-Planning.pdf</a></li> </ol> <b>Principle 4:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf">https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf</a></li> </ol> <b>Principle 5:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf">https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf</a></li> </ol> <b>Principle 8:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/16-Unimech-CSR-Policy-revised.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/16-Unimech-CSR-Policy-revised.pdf</a></li> </ol> <b>Principle 9:</b> <ol style="list-style-type: none"> <li><a href="https://unimechaerospace.com/wp-content/uploads/2024/08/17-Unimech-Privacy-Policy.pdf">https://unimechaerospace.com/wp-content/uploads/2024/08/17-Unimech-Privacy-Policy.pdf</a></li> </ol>								
2	Whether the entity has translated the policy into procedures. (Yes/No)	Y	N	Y	Y	Y	N	N	Y	Y
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	N	N	Y	Y	Y	N	N	N	N



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

Sr. No.	Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
4	Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	NA	NA	ISO 45001 : 2018	NA	NA	NA	NA	NA	AS9100D & BS EN  ISO 9001: 2015
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p><b>Principle 2</b></p> <ul style="list-style-type: none"> <li>Ensuring full compliance with Extended Producer Responsibility (EPR) guidelines</li> </ul> <p><b>Principle 3</b></p> <ul style="list-style-type: none"> <li>Fostering an inclusive and equitable workplace through a comprehensive equal Opportunity Policy</li> <li>Upholding high standards of occupational health and safety, with a target of zero major incidents</li> </ul> <p><b>Principle 6</b></p> <ul style="list-style-type: none"> <li>Achieving a 60% reduction in greenhouse gas (GHG) emissions by 2030</li> <li>Implementing Zero Liquid Discharge (ZLD) across all manufacturing facilities</li> <li>Reducing overall waste generation by 60% by 2030</li> <li>Enhancing energy efficiency through the adoption of advanced technologies</li> </ul>								
6	Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	<p><b>Principle 2</b></p> <ul style="list-style-type: none"> <li><b>Extended Producer Responsibility (EPR):</b> The Company is fully compliant with EPR guidelines as submitted to the respective Pollution Control Boards. Implementation includes tracking and reporting of waste, partnerships with authorised recyclers, and periodic compliance audits. No non-compliances were reported during the period.</li> </ul> <p><b>Principle 3</b></p> <ul style="list-style-type: none"> <li><b>Equal Opportunity and Inclusion:</b> The Company has implemented a comprehensive Equal Opportunity Policy that prohibits discrimination on the basis of gender, disability, or any other grounds. Specific provisions ensure fairness in recruitment, pay, promotion, and work conditions. No grievances or violations were reported during the year.</li> <li><b>Occupational Health and Safety:</b> The Company maintained a strong safety record, with no major incidents reported during the year. Minor safety gaps identified during internal audits were promptly addressed through corrective actions, including improved PPE compliance, emergency system upgrades, and targeted employee safety training.</li> </ul> <p><b>Principle 6</b></p> <ul style="list-style-type: none"> <li><b>GHG Emissions Reduction:</b> Progress toward the 60% GHG emissions reduction target by 2030 is on track. Key initiatives include installation of energy-efficient equipment, such as VFD-enabled compressors and CNC machines, and advanced VRF cooling systems, which have led to measurable reductions in energy use.</li> <li><b>Zero Liquid Discharge (ZLD):</b> ZLD systems have been successfully implemented across all manufacturing facilities. The integration of advanced effluent treatment technologies, including RO systems and evaporators, has enabled 100% recycling of treated water, resulting in a 30% reduction in freshwater consumption.</li> </ul>								



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

Sr. No.	Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9									
		<ul style="list-style-type: none"><li><b>Waste Reduction:</b> The Company is actively progressing towards its 60% waste reduction target. Waste is segregated at source, hazardous waste is disposed of through certified agencies, and waste-to-energy solutions are explored for non-recyclables. Regular waste audits are conducted to drive continuous improvement.</li><li><b>Energy Efficiency:</b> Significant energy savings have been achieved through the deployment of energy-efficient systems. The installation of a 100 HP VFD air compressor resulted in approximately 10% power savings, and the use of VRF-based cooling has further enhanced overall energy efficiency across facilities.</li></ul>																	
	Governance, leadership and oversight																		
7	Statement by the director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	<p>At Unimech, we view sustainability not as an obligation, but as a vital enabler of long-term value creation. We are proud to share our continued progress on this journey.</p> <p>We have set ambitious ESG goals – reducing GHG emissions and waste by 60% by 2030, achieving Zero Liquid Discharge across all facilities, and ensuring full compliance with EPR regulations. These are supported by tangible actions such as adopting energy-efficient technologies, strengthening waste management systems, and improving water stewardship. Our inclusive workplace culture, supported by a robust Equal Opportunity Policy and strong safety practices, remains a cornerstone of our people strategy.</p> <p>While regulatory expectations and operational constraints pose challenges, we see them as opportunities to innovate and lead. Our focus is on embedding sustainability at the core of our operations, supply chains, and decision-making frameworks.</p> <p>As we look ahead, our vision is clear – to build a resilient, future-ready organisation that delivers precision engineering solutions with responsibility, integrity, and care for the planet and its people.</p>																	
8	Details of the highest authority responsible for implementing and overseeing the Business Responsibility policy(ies).	Managing Director																	
9	Does the entity have a specified Committee of the Board/ Director responsible for decision-making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, Managing Director																	
10	Details of Review of NGRBCs by the Company:																		
Subject for Review		Indicate whether the review was undertaken by Director / Committee of the Board / Any other Committee								Frequency (Annually/ Half-Yearly/ Quarterly/ Any other – please specify)									
		P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P		
		1	2	3	4	5	6	7	8	9	1	2	3	4	5	6	7	8	9
Performance against the above policies and follow-up action		Board of Directors									Event-Based								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances																			
11	Has the entity carried out an independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P	P		
		1	2	3	4	5	6	7	8	9									
		No																	



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

12 If the answer to question (1) above is 'No' i.e. not all Principles are covered by a policy, reasons to be stated

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	Y	-	-	-	Y	Y	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

## SECTION C: PRINCIPLE-WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as 'Essential' and 'Leadership'. While the essential indicators are expected to be disclosed by every entity mandated to file this report, the leadership indicators may be voluntarily disclosed by entities that aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

## PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.

## ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year

Segment	Total no of training and awareness programmes held	Topics / principles covered under the training and impact	Percentage of persons in respective category covered by the awareness programme
Board of Directors	4	Company's Code of Conduct	100%
Key Managerial Personnel	4	Company's Code of Conduct	100%
Employees other than BOD & KMPs	4	Company's Code of Conduct	100%
Workers	12	Company's Code of Conduct	100%

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

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in INR)	Brief of the case	Has an appeal been preferred (Yes/No)
Penalty/Fine	NA	NA	Nil	NA	NA
Settlement	NA	NA	Nil	NA	NA
Compounding fee	NA	NA	Nil	NA	NA

Non-Monetary			
NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the case	Has an appeal been preferred (Yes/No)
Imprisonment	NA	NA	NA
Punishment	NA	NA	NA

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (CONTD.)

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

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

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

NA

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

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil

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

NA

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

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Number of days of accounts payables	36 days	82 days

9. Open-ness of business

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

Parameter	Metrics	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Concentration of purchases	a. Purchases from trading houses as % of total purchases	67%	67%
	b. Number of trading houses where purchases are made from	185	143
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	34%	34%





## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

Parameter	Metrics	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Concentration of sales	a. Sales to dealers / distributors as % of total sales	Nil	Nil
	b. Number of dealers / distributors to whom sales are made	Nil	Nil
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	Nil	Nil
Shares of RPT in	a. Purchases (Purchases with related parties / Total purchases)	Nil	Nil
	b. Sales (Sales to related parties / Total sales)	34%	28%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	100%	Nil
	d. Investments (Investments in related parties / Total investments made)	100%	100%

**PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE****Essential Indicators**

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

	FY 2024-25	FY 2023-24	Details of improvements in environmental and social impacts
R&D	Nil	Nil	NA
Capex	10%	3%	<p>As part of its commitment to sustainability and energy efficiency, the Company has made strategic investments to support these initiatives – Total: INR 43,39,375</p> <ol style="list-style-type: none"> <li>1. 100-HP air compressor equipped with a Variable Frequency Drive (VFD) to achieve approximately 10% reduction in power consumption</li> <li>2. Advanced cooling system implemented for the office and machine shop floor using TOSHIBA's VRF units</li> <li>3. Preference is given to procuring CNC-based operating machines to minimise power consumption</li> </ol>

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (CONTD.)

### 2. a. Does the entity have procedures in place for sustainable sourcing (Yes/No)

Yes, the Company has implemented sustainable sourcing procedures that encompass supplier assessments based on environmental and social criteria, a preference for certified and responsibly sourced materials, and regular audits to ensure ongoing compliance with established sustainability standards.

#### b. If yes, what percentage of inputs were sourced sustainably?

During FY 2024–25, 20% of the Company's total input materials were sourced from sustainable sources.

### 3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

End-of-life product reclamation is not applicable to the Company's operations, as it manufactures precision-engineered components and assemblies that are integrated into larger systems by OEMs and Tier-1 customers. These products are not sold directly to end-users and are not retrieved at the end of their lifecycle. However, the Company has established robust waste management practices to minimise its environmental footprint during the manufacturing process.

### 4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, Extended Producer Responsibility (EPR) is applicable to the Company's activities. The Company has developed and implemented a comprehensive waste collection and management plan that is fully aligned with the EPR guidelines submitted to the respective Pollution Control Boards. This plan includes robust tracking and reporting mechanisms for waste generation and collection, strategic partnerships with authorised recyclers and waste processors, and periodic audits and compliance reviews to ensure adherence to its EPR obligations.

## PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS.

### Essential Indicators

#### 1. a. Details of measures for the well-being of employees

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance	Maternity benefits		Paternity benefits		Daycare facilities		
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	72	72	100	72	100	0	0	72	100	NA	NA
Female	6	6	100	6	100	6	100	0	0	NA	NA
Total	78	78	100	78	100	6	100	72	100	NA	NA
Other than permanent employees											
Male	1	1	100	1	100	0	0	1	100	NA	NA
Female	0	0	0	0	0	0	0	0	0	NA	NA
Total	1	1	100	1	100	0	0	1	100	NA	NA



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

## b. Details of measures for the well-being of workers

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance	Maternity benefits		Paternity benefits		Daycare facilities		
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	6	6	100	6	100	0	0	6	100	NA	NA
Female	1	1	100	1	100	1	100	0	0	NA	NA
Total	7	7	100	7	100	1	100	6	100	NA	NA
Other than permanent workers											
Male	17	17	100	10	58.82	0	0	10	58.82	NA	NA
Female	1	1	100	1	100	1	100	0	0	NA	NA
Total	18	18	100	11	61.11	1	5.56	10	55.56	NA	NA

## c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	<b>FY 2024-25 (Current financial year)</b>	<b>FY 2023-24 (Previous financial year)</b>
Cost incurred on well-being measures as a % of total revenue of the Company	1.04%	1.27%

## 2. Details of retirement benefits, for current FY and previous financial year

Benefits	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with authority (Y/N/N.A.)
PF	100	100	Y	100	100	Y
Gratuity	100	100	Y	100	100	Y
ESI	100	100	Y	100	100	Y
Others – please specify	NA	NA	NA	NA	NA	NA

## 3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes, the Company is committed to ensuring accessibility in line with the Rights of Persons with Disabilities Act, 2016.

## 4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Company has an Equal Opportunity Policy that addresses non-discrimination and inclusivity in the workplace. The policy includes specific provisions that prohibit discrimination against individuals on the grounds of physical disability, and outlines the Company's commitment to fairness and equal treatment for all employees.

Key highlights of the policy include:

- Equal opportunity is explicitly incorporated into the Company's selection procedures, including:
  - Equal pay for equal value of work
  - Equal opportunity to work overtime
  - Equal opportunity for promotions



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- A strong emphasis on maintaining a work environment free from verbal, physical, and sexual harassment and other forms of discriminatory practices. The policy can be accessed using this link: <https://unimechaerospace.com/wp-content/uploads/2024/08/07-Nomination-Remuneration-Evaluation-Policy.pdf>

### 5. Return to work and retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	100%	100%
Female	0%	0%	0%	0%
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>

### 6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent workers	Yes, as per the grievance redressal procedure stated in the Company's HR Policy.
Other than permanent workers	
Permanent employees	
Other than permanent employees	

### 7. Membership of employees and workers in association(s) or Unions recognised by the listed entity:

Category	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Total employees/ workers in the respective category (A)	No. of employees/ workers in the respective category who are part of association (s) or Union (B)	% (B / A)	Total employees/ workers in the respective category (C)	No. of employees/ workers in the respective category who are part of association (s) or Union (D)	% (D/ C)
Total permanent employees	78	NA	NA	71	NA	NA
Male	72	NA	NA	60	NA	NA
Female	6	NA	NA	11	NA	NA
Total permanent workers	7	NA	NA	10	NA	NA
Male	6	NA	NA	8	NA	NA
Female	1	NA	NA	2	NA	NA

### 8. Details of training given to employees and workers:

Category	FY 2024-25 (Current financial year)					FY 2023-24 (Previous financial year)				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	73	73	100	73	100	60	60	100	40	66.67
Female	6	6	100	6	100	11	11	100	6	54.55
Total	79	79	100	79	100	71	71	100	46	64.79
Workers										
Male	23	23	100	10	43.47	8	8	100	5	62.50
Female	2	2	100	2	100	2	2	100	0	0.00
Total	25	25	100	12	48.00	10	10	100	5	50.00



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## 9. Details of performance and career development reviews of employees and workers:

Category	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees</b>						
Male	73	73	100	60	60	100
Female	6	6	100	11	11	100
<b>Total</b>	<b>79</b>	<b>79</b>	<b>100</b>	<b>71</b>	<b>71</b>	<b>100</b>
<b>Workers</b>						
Male	23	23	100	8	8	100
Female	2	2	100	2	2	100
<b>Total</b>	<b>25</b>	<b>25</b>	<b>100</b>	<b>10</b>	<b>10</b>	<b>100</b>

## 10. Health and safety management system:

- a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes.

The entity has implemented a formal Occupational Health and Safety (OHS) Management System that covers all manufacturing units, warehouses, and office facilities. The system is designed to identify, assess, and control workplace hazards, and includes structured protocols for incident reporting, emergency response, risk mitigation, and compliance with applicable safety regulations. The coverage extends to permanent employees, contract workers, and visitors within operational premises.

- b) What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company conducts both routine and non-routine hazard identification through a combination of methods, including:

- Periodic safety audits and inspections
- Job Safety Analyses (JSA) and task-based risk assessments
- Daily pre-shift safety briefings and toolbox talks
- Incident/near-miss reporting and investigation
- Internal health and safety committee reviews
- Compliance checks aligned with local and national regulations

These processes ensure early identification and proactive mitigation of risks across various functions.

- c) Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes.

The Company has clear and confidential channels for workers to report work-related hazards, unsafe conditions, or near-miss incidents without fear of retaliation. Additionally, employees and contract workers are empowered to withdraw from tasks they perceive as unsafe, pending further risk assessment and mitigation.

- d) Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes.

Employees and workers have access to non-occupational medical and healthcare services including regular health check-ups, on-site medical rooms or tie-ups with nearby healthcare facilities, wellness programmes, and awareness sessions on preventive healthcare and mental well-being.

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### 11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one Million person-hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	5	8
No. of fatalities	Employees	0	0
	Workers	0	0
High-consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

### 12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The entity has adopted a comprehensive approach to ensuring workplace health and safety. Key measures include:

- Implementation of an OHS management system covering all facilities
- Regular safety training, emergency drills, and PPE usage enforcement
- Periodic audits and risk assessments to proactively address hazards
- Robust incident reporting and investigation procedures
- Access to medical facilities and wellness support for all employees
- Engagement of safety committees and cross-functional teams to foster a culture of safety and compliance

### 13. Number of Complaints on the following made by employees and workers:

	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Working conditions	15	0	Resolved all the complaints	8	0	Resolved all the complaints
Health & safety	10	0	Resolved all the complaints	12	0	Resolved all the complaints

### 14. Assessments for the year:

	% of your plants and offices that were assessed (by entity, statutory authorities or third parties)
Health and safety practices	100%
Working conditions	95%

### 15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

NA





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**PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL THEIR STAKEHOLDERS.****Essential Indicators****1. Describe the processes for identifying key stakeholder groups of the entity.**

Key stakeholder groups are identified based on their level of interaction and influence on the entity's operations and value chain. The identification process considers the following attributes:

- Dependency: Stakeholders who are dependent on the organisation's products, services, or decisions, or those on whom the entity relies for its operations and sustainability.
- Responsibility: Stakeholders towards whom the organisation has legal, contractual, operational, or ethical responsibilities.

This approach ensures that engagement efforts remain focussed on stakeholders who have the most significant impact on, or are most impacted by, the Company's activities.

**2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Stakeholder Group	Whether identified as vulnerable & marginalised group (yes/no)	Channels of communication (email, sms, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (annually/ half yearly/ quarterly/others – please specify)	Purpose and scope of engagement, including key topics and concerns raised during such engagement
Employees	No	<ul style="list-style-type: none"> <li>Email</li> <li>Meeting rooms</li> <li>Surveys</li> <li>Internal communication</li> </ul>	Quarterly	<ul style="list-style-type: none"> <li>Discussed workplace safety, career growth, and skill development. Key feedback related to better safety gear and clearer growth pathways</li> </ul>
Suppliers and contractors	No	<ul style="list-style-type: none"> <li>Emails</li> <li>Vendor meets</li> <li>Contract reviews</li> </ul>	Half-yearly	<ul style="list-style-type: none"> <li>Ensured compliance with quality and sustainability standards. Concerns raised regarding delivery schedules and raw material specifications</li> </ul>
Clients	No	<ul style="list-style-type: none"> <li>Client meetings</li> <li>Reports</li> <li>Digital platforms</li> </ul>	Quarterly	<ul style="list-style-type: none"> <li>Engagement focussed on quality assurance, product customisation, and timely delivery. Feedback highlighted the importance of data security and precision manufacturing</li> </ul>
Governmental bodies and authorities	No	<ul style="list-style-type: none"> <li>Regulatory filings</li> <li>Consultations</li> <li>Industry forums</li> </ul>	As required	<ul style="list-style-type: none"> <li>Compliance with aerospace and defence regulations, environmental clearances, and safety certifications</li> </ul>
Non-governmental organisations (NGOs)	Yes (for community development projects)	<ul style="list-style-type: none"> <li>Community meetings</li> </ul>	Annually	<ul style="list-style-type: none"> <li>Discussed having a collaboration. Emphasis on local employment opportunities and infrastructure needs</li> </ul>

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### PRINCIPLE 5: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

#### Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity in the following format

Category	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	78	78	100	71	71	100
Other than permanent	1	1	100	0	0	0.00
Total employees	79	79	100	71	71	100
<b>Workers</b>						
Permanent	7	7	100	10	10	100
Other than permanent	18	18	100	7	7	100
Total workers	25	25	100	17	17	100

2. Details of minimum wages paid to employees and workers in the following format:

Category	FY 2024-25 (Current financial year)					FY 2023-24 (Previous financial year)				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	78	0	0	78	100	71	0	0	71	100
Male	72	0	0	72	100	60	0	0	60	100
Female	6	0	0	6	100	11	0	0	11	100
Other than permanent	1	0	0	1	100	0	0	0	0	0
Male	1	0	0	1	100	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent	7	0	0	7	100	10	0	0	10	100
Male	6	0	0	6	100	8	0	0	8	100
Female	1	0	0	1	100	2	0	0	2	100
Other than permanent	18	0	0	18	100	7	0	0	7	100
Male	17	0	0	17	100	7	0	0	7	100
Female	1	0	0	1	100	0	0	0	0	0

3. Details of remuneration/salary/wages

- a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/wages of the respective category (in INR)	Number	Median remuneration/ salary/ wages of the respective category (in INR)
Board of Directors (BoD)	0	0	0	0
Key Managerial Personnel (KMP)	1	1,34,000	0	0
Employees other than BoD and KMP	72	54,07,710	6	3,02,188
Workers	23	5,95,114	2	66,412



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- b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Gross wages paid to females as % of total wages	13.23%	15.36%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has established robust internal mechanisms to address grievances related to human rights issues. These include a dedicated grievance redressal committee, confidential reporting channels, and periodic review forums. These systems ensure timely investigation and resolution of complaints, safeguard the anonymity of complainants, and facilitate appropriate corrective actions while upholding the rights of all individuals involved.

6. Number of Complaints on the following made by employees and workers:

	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	0	0	NA	0	0	NA
Discrimination at Workplace	0	0	NA	0	0	NA
Child Labour	0	0	NA	0	0	NA
Forced Labour/Involuntary Labour	0	0	NA	0	0	NA
Wages	0	0	NA	0	0	NA
Other Human Rights-Related Issues	0	0	NA	0	0	NA

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0%	0%
Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Whistleblower Policy ensures protection against retaliation for individuals reporting concerns in good faith. It prohibits unfair treatment, maintains confidentiality to the extent possible, and safeguards complainants and those assisting in investigations from disciplinary actions or victimisation.

The policy can be accessed here:

<https://unimechaerospace.com/wp-content/uploads/2024/12/10-Policy-on-Whistle-Blower.pdf>

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes



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### 10. Assessments for the year:

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	NA

### 11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

During periodic audits, no significant non-compliances were identified that would pose substantial risks. As a result, no major corrective actions were required. However, in line with the Company's continuous improvement approach, routine enhancements were undertaken. These included rectifying minor safety issues, improving compliance with personal protective equipment (PPE) protocols, upgrading emergency response systems, and conducting targeted safety training. In-house audits and follow-up inspections are regularly conducted to ensure ongoing safety and compliance.

## PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT.

### Essential Indicators

#### 1. Details of total energy consumption (in joules or multiples) and energy intensity in the following format:

Parameter	FY 2024-25 (Current financial Year)	FY 2023-24 (Previous Financial Year)
<b>From renewable sources</b>		
Total electricity consumption (A)	NA	NA
Total fuel consumption (B)	NA	NA
Energy consumption through other sources (C)	NA	NA
<b>Total energy consumed from renewable sources (A + B + C)</b>	NA	NA
<b>From non-renewable sources (in GJ)</b>		
Total electricity consumption (D)	6,202.40	4,330.89
Total fuel consumption (E)	778.71	884.21
Energy consumption through other sources (F)	NA	NA
<b>Total energy consumed from non-renewable sources (D + E + F)</b>	6,981.11	5,215.07
<b>Total energy consumed (A + B + C + D + E + F)</b>	6,981.11	5,215.07
<b>Energy intensity per INR of turnover</b> (Total energy consumption/Revenue from operations in INR)	0.000016	0.000017
<b>Energy intensity per INR of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations in INR adjusted for PPP)	0.000340	0.000347
<b>Energy intensity in terms of physical output</b> (Total energy consumed / employee)	67.13	64.38
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

**Note:** Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, the name of the external agency. - No



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- 2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Yes, the Company operates two manufacturing units that are classified as Designated Consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India. The energy efficiency targets set for both units during the current PAT cycle were successfully achieved. This was made possible through a combination of strategic initiatives, including the installation of energy-efficient machinery, optimisation of production schedules, and regular employee training on energy conservation practices.

- 3. Provide details of the following disclosures related to water in the following format:**

Parameter	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	NA	NA
(ii) Groundwater	NA	NA
(iii) Third-party water	1,19,00,000	36,72,000
(iv) Seawater/Desalinated water	5,64,900	2,84,200
(v) Others	NA	NA
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	1,24,64,900	39,56,200
<b>Total volume of water consumption (in kilolitres)</b>	3,27,36,200	39,52,800
<b>Water intensity per INR of turnover</b> (Water consumed/ Revenue from operations in INR)	0.08	0.01
<b>Water intensity per INR of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption / Revenue from operations in INR adjusted for PPP)	1.59	0.26
<b>Water intensity in terms of physical output</b> (Total water consumption / employee)	3,14,771.15	48,800.00
<b>Water intensity</b> (optional) – the entity may select the relevant metric	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, the name of the external agency. - No.

- 4. Provide the following details related to water discharged:**

Parameter	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(ii) To Groundwater	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
(iii) To Seawater	5,64,900	2,84,200
No treatment	Outsource supply	Outsource supply
With treatment – please specify level of treatment		
(iv) Sent to third-parties	8,11,200	6,10,700
No treatment	Sent off-site to external organisations for further treatment and disposal	Sent off-site to external organisations for further treatment and disposal
With treatment – please specify level of treatment	NA	NA
(v) Others	NA	NA
No treatment	NA	NA
With treatment – please specify level of treatment	NA	NA
<b>Total water discharged (in kilolitres)</b>	13,76,100	8,94,900

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### 5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, the Company has implemented a comprehensive Zero Liquid Discharge (ZLD) mechanism across all its manufacturing facilities. This initiative ensures that no industrial wastewater is released into the environment, in full compliance with national environmental regulations. Key features of the ZLD system include:

- Deployment of advanced filtration and evaporation technologies to recover and reuse water
- Effluent Treatment Plants (ETPs) integrated with Reverse Osmosis systems and multi-effect evaporators
- 100% recycling of treated water for non-potable purposes such as flushing and plantation activities
- Continuous monitoring systems to track performance and ensure regulatory compliance

This initiative has resulted in a 30% reduction in freshwater consumption and forms a critical part of the Company's broader sustainability strategy.

### 6. Please provide details of air emissions (other than GHG emissions) by the entity in the following format

Parameter	Please specify unit	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
NO <sup>x</sup>	Tonnes/ Year	6.78	4.78
SO <sup>x</sup>	Tonnes/ Year	6.07	4.07
Particulate Matter (PM)	Tonnes/ Year	28.1	23.12
Persistent Organic Pollutants (POP)	-	-	-
Volatile Organic Compounds (VOC)	-	-	-
Hazardous Air Pollutants (HAP)	-	-	-
Others – please specify	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)  
If yes, the name of the external agency. - No.

### 7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & their intensity in the following format:

Parameter	Unit	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	75.16	85.34
Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	1,252.54	874.60
Total Scope 1 and Scope 2 emissions per INR of turnover	Metric tonnes of CO <sub>2</sub> equivalent/Revenue from operations in INR	0.0000031	0.0000031
Total Scope 1 and Scope 2 emission intensity per INR of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Metric tonnes of CO <sub>2</sub> equivalent / Revenue from operations in INR adjusted for PPP	0.0000646	0.0000639



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Parameter	Unit	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Total Scope 1 and Scope 2 emission intensity in terms of physical output	Metric tonnes of CO <sub>2</sub> equivalent / employee	12.77	11.85
Total Scope 1 and Scope 2 emission intensity (optional) – the entity may select the relevant metric	NA	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)  
If yes, the name of the external agency. - No.

**8. Does the entity have any project related to reducing Greenhouse Gas emission? If yes, then provide details.**

Yes, the Company has implemented several projects aimed at reducing greenhouse gas (GHG) emissions and improving energy efficiency as part of its broader sustainability agenda. Key initiatives include:

- Installation of a 100 HP air compressor equipped with a Variable Frequency Drive (VFD), resulting in an estimated 10% reduction in power consumption
- Deployment of an advanced cooling system using TOSHIBA-manufactured Variable Refrigerant Flow (VRF) units for the office and machine shop floor, enhancing energy-efficient climate control
- Preference for CNC-based operating machines that offer improved precision and significantly lower energy usage compared to conventional machinery

These measures contribute to the Company's long-term target of reducing GHG emissions by 60% by 2030 and reinforce its commitment to sustainable manufacturing practices.

**9. Provide details related to waste management by the entity, in the following format:**

Parameter	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
<b>Total waste generated (in metric tonnes)</b>		
Plastic waste (A)	1.05	0.08
E-waste (B)	0.00	0.00
Bio-medical waste (C)	0.001	0.001
Construction and demolition waste (D)	94.37	5.10
Battery waste (E)	0.00	0.00
Radioactive waste (F)	0.00	0.00
Other hazardous waste. Please specify, if any. (G)	0.10	0.11
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	0.00	0.00
<b>Total (A + B + C + D + E + F + G + H)</b>	<b>95.52</b>	<b>5.30</b>
<b>Waste intensity per INR of turnover</b> (Total waste generated / Revenue from operations in INR)	<b>0.00000023</b>	<b>0.00000002</b>
<b>Waste intensity per INR of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations in INR adjusted for PPP)	<b>0.00000047</b>	<b>0.00000004</b>
<b>Waste intensity in terms of physical output</b> (Total waste generated / employee)	<b>0.92</b>	<b>0.07</b>
<b>Waste intensity (optional) – the relevant metric may be selected by the entity</b>	<b>NA</b>	<b>NA</b>



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

Parameter	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	95.42	5.18
(ii) Re-used	0.00	0.00
(iii) Other recovery operations	0.00	0.00
Total	95.42	5.18
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Incineration	0.00	0.00
(ii) Landfilling	0.10	0.11
(iii) Other disposal operations	0.00	0.00
Total	0.10	0.11

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)  
If yes, the name of the external agency. - No

**10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

Unimech has implemented a comprehensive waste management strategy focussed on environmental sustainability and regulatory compliance. Waste is handled, stored, and disposed of safely through certified agencies, with regular emission monitoring and audits. The Company has set a target to reduce overall waste by 60% by 2030.

Key practices include:

- Plastics: Use of biodegradable/recyclable packaging, segregation at source, and partnerships with local recyclers.
- E-waste: Lifecycle tracking, authorised recycler tie-ups, and employee awareness programmes.
- Hazardous waste: Proper storage, certified disposal, and regulatory audits.
- Other waste: Waste-to-energy initiatives and periodic waste audits.

The Company also strives to reduce the use of hazardous and toxic chemicals by exploring safer alternatives and optimising processes for cleaner operations.

**11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
NA			

**12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws in the current financial year**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by an independent external agency (Yes / No)	Results communicated in the public domain (Yes / No)	Relevant Weblink
NA					



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law/regulation/ guidelines which were not complied with	Provide details of the non-compliance	Any fines/penalties / action taken by regulatory agencies such as Pollution Control Boards or by courts	Corrective action taken, if any
NA				

**PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT.**

**Essential Indicators**

1. a. Number of affiliations with trade and industry chambers/associations.

The Company has no affiliations with trade and industry chambers/associations.

- b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/associations (State/National)
NA		

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities

Name of authority	Brief of the case	Corrective action taken
NA		

**PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT.**

**Essential Indicators**

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of the project	SIA notification no.	Date of notification	Whether conducted by an independent external agency (Yes/No)	Results communicated in the public domain (Yes/No)	Relevant Weblink
NA					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format

S. No.	Name of the project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
NA						

3. Describe the mechanisms to receive and redress grievances of the community.

As CSR provisions are currently not applicable to Unimech, a formal CSR programme and community grievance redressal mechanism have not been established. However, in line with its CSR policy, the Company remains committed to responsible business conduct and maintaining positive community relationships. Any concerns raised by local stakeholders are addressed informally, reflecting Unimech's proactive and ethical approach to stakeholder engagement and sustainability.

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (CONTD.)

### 4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Directly sourced from MSMEs/Small producers	44.81%	35.03%
Directly from within India	92.54%	86.38%

### 5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2024-25 (Current financial year)	FY 2023-24 (Previous financial year)
Rural	NA	NA
Semi-urban	NA	NA
Urban	100%	100%
Metropolitan	NA	NA

(Place to be categorised as per RBI classification system – rural, semi-urban, urban, or metropolitan)

## PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER.

### Essential Indicators

#### 1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

NA

#### 2. Turnover of products and/services as a percentage of turnover from all products/services that carry information about:

	As a percentage of total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

#### 3. Number of consumer complaints in respect of the following

	FY 2024-25 (Current financial year)			FY 2023-24 (Previous financial year)		
	Received during the year	Pending resolution at the end of the year	Remarks	Received during the year	Pending resolution at the end of the year	Remarks
Data privacy	0	0	NA	0	0	NA
Advertising	0	0	NA	0	0	NA
Cybersecurity	0	0	NA	0	0	NA
Delivery of essential services	0	0	NA	0	0	NA
Restrictive trade practices	0	0	NA	0	0	NA
Unfair trade practices	0	0	NA	0	0	NA
Other	0	0	NA	0	0	NA

#### 4. Details of instances of product recalls on account of safety issues

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA



## BUSINESS RESPONSIBILITY &amp; SUSTAINABILITY REPORT (CONTD.)

**5. Does the entity have a framework/policy on cybersecurity and risks related to data privacy? (Yes/No) If available, provide a weblink to the policy.**

Yes, the entity has a Privacy Policy that provides a framework for addressing data privacy and cybersecurity risks, in alignment with the requirements of the Information Technology Act, 2000. It outlines procedures for the secure collection, processing, storage, and retention of data, and incorporates physical, technological, and organisational safeguards to prevent unauthorised access, misuse, or loss of personal data.

The Privacy Policy can be accessed via this following link: <https://unimechaerospace.com/wp-content/uploads/2024/08/17-Unimech-Privacy-Policy.pdf>

**6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on the safety of products/services.**

NA

**7. Provide the following information relating to data breaches:**

- a. Number of instances of data breaches - Nil
- b. Percentage of data breaches involving personally identifiable information of customers - NA
- c. Impact, if any, of the data breaches - NA



# INDEPENDENT AUDITOR'S REPORT

**To the Members of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited)**

**Report on the Audit of the Standalone Financial Statements**

## OPINION

We have audited the accompanying standalone financial statements of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss, including Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and profit, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

## BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

## KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended March 31, 2025. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Refer Note 2.2 of Standalone Financial Statements with respect to the accounting policies followed by the Company for recognizing revenue.

The Company's revenue is derived primarily from sale of goods. Revenue from sale of goods is recognised when control of the products sold is transferred to the customer and there are no longer any unfulfilled performance obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Inappropriate assessment could lead to risk of revenue being recognized before transfer of control.

In view of the above and since revenue is a key performance indicator of the Company, we have identified timing of revenue recognition from sale of goods as a key audit matter.

Determination of point in time includes assessment of timing of transfer of significant risk and rewards of ownership, establishing the present right to receive payment for the products, delivery specifications including incoterms, timing of transfer of legal title of the asset and determination of the point of acceptance of goods by customer.

Revenue is a key performance indicator for the Company, and judgment is required by management to determine the timing of revenue recognition, especially at year-end in accordance with Ind AS 115 – Revenue from Contracts with Customers. Accordingly, revenue recognition has been identified as a key audit matter.

Our audit procedures in respect of this area included:

1. Assessed the appropriateness and consistency of the Company's revenue recognition accounting policies as per Ind AS 115 "Revenue from Contracts with Customers" ("Ind AS 115").
2. Obtained an understanding and assessed the design, implementation, and operating effectiveness of controls over recognition and measurement of revenue in accordance with customer contracts, including timing of revenue recognition



## INDEPENDENT AUDITORS' REPORT (CONTD.)

3. Performed substantive testing by selecting samples of revenue transactions recorded during the year and verifying with the underlying documents like sales invoices/contracts and related logistics documents.
4. Performed three-way match for the sales using documents which include purchase orders from customers, invoice and proof of deliveries (shipping bills for international sales and e-way bills etc for domestic sales).
5. Performed the cut-off testing of the revenue recorded in the appropriate period and traced the sales with gate outward register, invoices and e-way-bills/shipping bills to confirm the appropriateness of recognition of revenue for that period in the books of accounts.
7. Obtained management representation that revenue has been recorded as per the requirements of Ind AS 115.
8. Evaluated the appropriateness of the disclosures made in the Standalone Financial Statements in relation to revenue recognised as per relevant accounting standards.

#### INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the Management report, Chairman's statement, Director's report, Business Responsibility and Sustainability Reporting etc but does not include the standalone financial statements and our auditor's report thereon, which we obtained prior to the date of this auditor's report, and the Management report, Chairman's statement, Director's report, Business Responsibility and Sustainability Reporting etc, which is expected to be made available to us after that date.

Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

## INDEPENDENT AUDITORS' REPORT (CONTD.)

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Standalone Financial Statements.

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
  - (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, 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 45(b) to the standalone financial statements;
    - ii. The Company has long-term contracts for which there were no material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
    - iv.
      - (1) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s)/entity(ies), including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary has, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      - (2) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s)/entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      - (3) Based on our audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material misstatement.
    - v. The Company has neither declared nor paid any dividend during the year.
    - vi. Based on our examination, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail feature has been operated throughout the year for all transactions recorded in the accounting software. Further, during the course of our audit, we did not come across any instance of the



## INDEPENDENT AUDITORS' REPORT (CONTD.)

audit trail feature being tampered with. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention.

3. In our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under

Section 197 read with Schedule V of the Act and the rules thereunder.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**

Partner

Place: Bengaluru

Date: May 27, 2025

Membership No. 233552

UDIN: 25233552BMJHQG5602



## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

ON EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (FORMERLY KNOWN AS UNIMECH AEROSPACE MANUFACTURING PRIVATE LIMITED)

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
- Conclude on the appropriateness of management and Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's

report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended March 31, 2025 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**

Partner

Place: Bengaluru

Date: May 27, 2025

Membership No. 233552

UDIN: 25233552BMJHQG5602



## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (FORMERLY KNOWN AS UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED) FOR THE YEAR ENDED MARCH 31, 2025 [Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i. (a) A The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment, and relevant details of right-of-use assets.
- B The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property, Plant and Equipment, Investment property and right of use assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given to us, there are no immovable properties, and accordingly, the provisions stated under clause 3(i)(c) of the Order are not applicable to the Company.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions stated under clause 3(i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions
- iii. (a) According to the information explanation provided to us, the Company has provided loans, advances in the nature of loans, stood guarantee, and provided security to other entities.
- (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated under clause 3(i)(e) of the Order are not applicable to the Company.
- ii. (a) The inventory (excluding stocks with third parties and stocks-in-transit) has been physically verified by the management during the year. In respect of inventory in custody of third parties, these have substantially been confirmed by them and in respect of goods in transit, the goods have been received subsequent to the year end. discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such confirmations. In our opinion, the frequency, coverage and procedure of such verification is reasonable and appropriate, having regard to the size of the Company and the nature of its operations. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- (b) During any point of time of the year, the Company has not been sanctioned working capital limits in excess of INR 5 crores rupees, in aggregate, from Banks and financial institutions, on the basis of security of current assets. Accordingly, the provisions stated under clause 3(ii)(b) of the Order is not applicable to the Company.

**(A) The details of such loans, advances, guarantee or security to subsidiary, are as follows:**

	Amount in Lakhs			
	Guarantees	Security	Loans	Advances in the nature of loans
Aggregate amount granted/provided during the year				
- Subsidiary	8,000	-	2,850	-
Balance Outstanding as at balance sheet date in respect of above cases				
- Subsidiary	8,000	-	2,850	-

## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT (CONTD.)

AND

**(B) The details of such loans, advances, guarantee or security to parties other than Subsidiary are as follows:**

	Amount in Lakhs			
	Guarantees	Security	Loans	Advances in the nature of loans
Aggregate amount granted/provided during the year				
- Others	-	-	-	0.80
Balance Outstanding as at balance sheet date in respect of above cases				
- Others	-	-	-	0.08

- (b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made, guarantees provided, securities given and terms and conditions in relation to grant of all loans and advances in the nature of loans, investments made, guarantees provided and securities given are not prejudicial to the interest of the Company.
- (c) In case of the loans and advances in the nature of loan, schedule of repayment of principal and payment of interest have been stipulated and the borrowers have been regular in the repayment of the principal and payment of interest.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no amounts overdue for more than ninety days in respect of the loans and/or advances in the nature of loans, granted to Company and Other Parties.
- (e) According to the information explanation provided to us, there were no loans or advance in the nature of loan granted which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans or advances in the nature of loan given to the same parties.
- (f) According to the information explanation provided to us, the Company has granted loans and advances in the nature of loans during the year, including to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013 (or mention 'the Act' if already defined). These are not repayable on demand and have stipulated schedule for repayment of principal and interest. Accordingly, the provisions stated under clause 3(iii)(f) of the Order are not applicable to the Company.
- iv. According to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and security made.
- v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there under. Accordingly, the requirement to report under clause 3(v) of the Order is not applicable to the Company.
- vi. The provisions of sub-Section (1) of Section 148 of the Companies Act, 2013 are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products/services of the Company. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.
- vii. (a) According to the information and explanations given to us and the records examined by us, in our opinion, undisputed statutory dues including Goods and Services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, and other statutory dues have generally been regularly deposited with the appropriate authorities during the year.



## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT (CONTD.)

- (b) According to the information and explanation given to us and the records examined by us, dues relating to [goods and services tax, income tax] which have not been deposited as on March 31, 2025, on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount Demanded INR (Lakhs)	Amount Paid INR (Lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act 1961	Income tax and interest thereon	9.34	1.83	AY 2023-24	CIT (Appeal)	
Goods and service tax, 2017	Goods and service tax and interest thereon	384.4	Nil	FY 2020-21	Deputy Commissioner of Commercial Taxes	
Goods and service tax, 2017	FORM GST ASMT-10-From LGSTO-75	11.96	Nil	FY 2021-22	Assistant Commissioner of Commercial Taxes	
Goods and service tax, 2017	FORM GST ASMT-10-From LGSTO-75	2.4	Nil	FY 2021-22	Assistant Commissioner of Commercial Taxes	

There are no dues relating to employees' state insurance, provident fund, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, and other statutory dues which have not been deposited on account of any dispute.

- viii. According to the information and explanations given to us, there are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment under the Income Tax Act, 1961. Accordingly, the requirement to report as stated under clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations provided to us, no money was raised by way of term loans. Accordingly, the requirement to report under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.
- (e) According to the information explanation given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from an any entity or person on account of or to meet the obligations of its subsidiary.
- (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. Accordingly, the requirement to report under Clause 3(ix)(f) of the order is not applicable to the Company.
- x. (a) In our opinion and according to the information and explanation given to us, monies raised during the year by the Company by way of initial public offer were applied for the purpose for which they were raised. However some portion of the amount raised, which remain unutilised during the year, have been invested in bank deposits as on March 31, 2025.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made private placement of shares during the year and the requirements of Section 42 of the Companies Act, 2013, have been complied with. The maximum



## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT (CONTD.)

- amount of idle/surplus funds invested during the year was INR 24,298.25 Lakhs, of which INR 24,298.25 Lakhs were outstanding at the end of the year.
- xi. (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, we report that no fraud by the Company or no material fraud on the Company has been noticed or reported during the year in the course of our audit.
- (b) During the year no report under Section 143(12) of the Act, has been filed by secretarial auditor or by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable and details of such transactions have been disclosed in Note 37 to the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till the date of our audit report, for the period under audit.
- xv. According to the information and explanations given to us, and based on our examination of the records of the Company, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, the requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and accordingly, the requirements to report under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.
- (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report under clause 3 (xvi)(c) of the Order is not applicable to the Company.
- (d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have more than one Core Investment Company as a part of its group. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 41 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year



## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT (CONTD.)

from the balance sheet date, will get discharged by the Company as and when they fall due.

xx According to the information and explanations given to us and based on our verification, provisions of Section 135 of the Companies Act, 2013, are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial

statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**

Partner

Place: Bengaluru

Membership No. 233552

Date: May 27, 2025

UDIN: 25233552BMJHQG5602

## ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT

OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (FORMERLY KNOWN AS UNIMECH AEROSPACE MANUFACTURING PRIVATE LIMITED)

**[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Unimech Aerospace and Manufacturing Limited on the Standalone Financial Statements for the year ended March 31, 2025]**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to standalone financial statements of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### OPINION

In our opinion, the Company, has in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

### MANAGEMENT'S AND BOARD OF DIRECTOR'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the

Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

### MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted



## ANNEXURE C TO INDEPENDENT AUDITORS' REPORT (CONTD.)

accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the standalone financial statements.

**INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected.

Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**

Partner

Place: Bengaluru

Date: May 27, 2025

Membership No. 233552

UDIN: 25233552BMJHQG5602



# STANDALONE BALANCE SHEET

AS AT MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	As at March 31, 2025	As at March 31, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	2,031.42	350.28
Right-of-use assets	5	1,242.63	85.94
Capital work-in-progress	4	501.68	2.38
Intangible assets	6	32.03	2.62
Financial assets			
Investments	7	673.80	173.82
Loans	8	2,470.00	-
Other financial assets	9	138.57	70.64
Deferred tax assets (net)	34.3	-	47.91
Other non-current assets	10	2,042.04	6.07
<b>Total non-current assets</b>		<b>9,132.17</b>	<b>739.66</b>
<b>Current assets</b>			
Inventories	11	710.79	617.71
Financial assets			
Investments	7	25,905.50	-
Loans	8	380.00	-
Trade receivables	12	119.55	844.44
Cash and cash equivalents	13	14,037.01	514.30
Bank balances other than cash and cash equivalents	14	75.00	468.57
Other financial assets	15	3,583.68	12.94
Current tax assets (net)	23(a)	125.30	152.17
Other current assets	16	936.31	475.75
<b>Total current assets</b>		<b>45,873.14</b>	<b>3,085.88</b>
<b>Total assets</b>		<b>55,005.31</b>	<b>3,825.54</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	17	2,542.84	2,200.26
Other equity	18	49,775.98	447.26
<b>Total equity</b>		<b>52,318.82</b>	<b>2,647.52</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Lease liabilities	5	1,036.59	-
Provisions	20	5.08	-
Deferred tax liabilities (net)	34.3	55.16	-
<b>Total non-current liabilities</b>		<b>1,096.83</b>	<b>-</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	21	-	200.00
Lease liabilities	5	231.96	104.09
Trade payables	22		
- Total outstanding dues of micro enterprises and small enterprises; and		131.55	83.79
- Total outstanding dues of creditors other than micro enterprises and small enterprises		165.63	405.58
Other financial liabilities	19	686.50	110.61
Provisions	20	255.36	207.25
Current tax liabilities (net)	23(b)	12.19	-
Other current liabilities	24	106.47	66.70
<b>Total current liabilities</b>		<b>1,589.66</b>	<b>1,178.02</b>
<b>Total liabilities</b>		<b>2,686.49</b>	<b>1,178.02</b>
<b>Total equity and liabilities</b>		<b>55,005.31</b>	<b>3,825.54</b>

The accompanying notes are an integral part of the standalone balance sheet.

As per our report of even date attached

**For M S K A & Associates**

Chartered Accountants

Firm Registration No: 105047W

For and on behalf of the Board of Directors of

**Unimech Aerospace and Manufacturing Limited (formerly known as**
**Unimech Aerospace and Manufacturing Private Limited)**

CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**

Partner

Membership No: 233552

Place: Bengaluru

Date: May 27, 2025

**Anil Puttan Kumar**

Chairman and Managing Director

DIN: 07683267

Place: Bengaluru

Date: May 27, 2025

**Ramakrishna Kamojhal**

Whole-time Director and Chief Financial Officer

DIN: 07004517

Place: Bengaluru

Date: May 27, 2025



# STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	Year ended March 31, 2025	Year ended March 31, 2024
<b>INCOME</b>			
Revenue from operations	25	4,244.58	3,069.97
Other income	26	2,149.68	225.02
<b>Total income</b>		<b>6,394.26</b>	<b>3,294.99</b>
<b>EXPENSES</b>			
Cost of materials consumed	27	1,216.87	1,161.02
Changes in inventories of finished goods and work-in-progress	28	(150.39)	(196.02)
Subcontracting charges	29	1,082.16	507.53
Employee benefits expense	30	558.85	771.17
Finance costs	31	54.01	25.67
Depreciation and amortisation expense	32	244.32	183.02
Other expenses	33	756.42	504.45
<b>Total expenses</b>		<b>3,762.24</b>	<b>2,956.84</b>
<b>Profit before tax for the year</b>		<b>2,632.02</b>	<b>338.15</b>
<b>Income tax expenses</b>	<b>34</b>		
Current tax			
Tax expense for the year		512.55	70.47
Tax expense pertaining to earlier year		103.30	4.00
Deferred tax		108.01	21.18
<b>Total income tax expenses</b>		<b>723.86</b>	<b>95.65</b>
<b>Profit after tax for the year</b>		<b>1,908.16</b>	<b>242.50</b>
<b>Other comprehensive income</b>			
<b>Item that will not be reclassified to profit or loss</b>			
Remeasurements of post-employment defined benefit plans		(19.61)	(6.33)
Income tax relating to the above item		4.94	1.59
<b>Other comprehensive income for the year</b>		<b>(14.67)</b>	<b>(4.74)</b>
<b>Total comprehensive income for the year</b>		<b>1,893.49</b>	<b>237.76</b>
Earnings per equity share (Nominal value per equity share: INR 5 each)			
Basic (INR)	35	4.02	0.55
Diluted (INR)		4.02	0.55

The accompanying notes are an integral part of the standalone statement of profit and loss.

As per our report of even date attached  
**For M S K A & Associates**  
 Chartered Accountants  
 Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as**  
**Unimech Aerospace and Manufacturing Private Limited)**  
 CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
 Partner

Membership No: 233552

Place: Bengaluru  
 Date: May 27, 2025

**Anil Puttan Kumar**  
 Chairman and Managing Director

DIN: 07683267

Place: Bengaluru  
 Date: May 27, 2025

**Ramakrishna Kamojhala**  
 Whole-time Director and Chief Financial Officer  
 DIN: 07004517

Place: Bengaluru  
 Date: May 27, 2025

# STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Year ended March 31, 2025	Year ended March 31, 2024
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	2,632.02	338.15
Adjustments for:		
Depreciation and amortisation expense	244.32	183.02
Unrealised gain/(loss) on foreign currency transaction and translation	51.63	(73.01)
Expected credit loss allowance and liquidated damages	52.45	6.50
Provision for rework and warranty costs	42.80	13.39
Finance costs	54.01	25.67
Interest income	(1,121.24)	(41.12)
Income from options (Derivative)	(109.72)	-
Mark to Market (MTM) Gain on Investments	(380.79)	-
Gain on account of lease modification	(18.15)	-
Provision no longer required written back	(76.23)	-
Guarantee income	(240.00)	(105.00)
Profit on sale of property, plant and equipment	(2.26)	(10.35)
Profit on sale of investment	(178.56)	(0.20)
<b>Operating profit before working capital changes</b>	<b>950.28</b>	<b>337.05</b>
<b>Changes in working capital</b>		
Decrease/(increase) in inventories	(93.08)	(213.69)
Decrease/(increase) in trade receivables	622.55	56.79
Decrease/(increase) in loans	-	756.19
Decrease/(increase) in other financial assets	(338.67)	(401.06)
Decrease/(increase) in other current assets	(460.56)	(271.35)
Decrease/(increase) in other non current assets	(2.79)	14.64
Increase/(decrease) in trade payables	(189.41)	329.65
Increase/(decrease) in other current liabilities	39.77	50.67
Increase/(decrease) in provisions	(41.48)	33.80
Increase/(decrease) in other financial liabilities	575.89	(30.14)
<b>Net changes in workings capital</b>	<b>112.22</b>	<b>325.50</b>
<b>Cash generated from operations</b>	<b>1,062.50</b>	<b>662.55</b>
Income taxes paid (net of refunds)	(689.79)	(234.92)
<b>Net cash flows from operating activities (A)</b>	<b>372.71</b>	<b>427.63</b>
<b>B. CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payments for acquisition of property, plant and equipment	(4,312.82)	(142.53)
Payments for acquisition of intangible assets	(32.69)	(2.89)
Redemption/(Investment) of fixed deposit, net	(2,906.43)	188.44
Loans to subsidiary	(2,850.00)	-
Proceeds from disposal of property, plant and equipment	5.00	42.00
Investment in associate	(499.98)	-
Investment in bonds, commercial paper and mutual funds	(29,373.99)	1.20
Proceeds from sale of Investment in bonds, commercial papers and mutual funds	4,330.28	-
Guarantee income	240.00	105.00
Interest income	1,117.52	39.31
<b>Net cash flows used in investing activities (B)</b>	<b>(34,283.11)</b>	<b>230.53</b>



## STANDALONE STATEMENT OF CASH FLOWS (CONTD.)

	Year ended March 31, 2025	Year ended March 31, 2024
<b>C. CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds of borrowings	311.24	401.52
Repayment of borrowings	(511.24)	(535.13)
Net proceeds from issue of equity share capital through private placement	24,298.25	-
Net proceeds from issue of equity share capital through initial public offering	23,479.55	-
Finance costs paid	(6.94)	(11.27)
Principal payments on lease liabilities	(91.72)	(84.76)
Interest payments on lease liabilities	(44.13)	(14.24)
<b>Net cash flows from financing activities (C)</b>	<b>47,435.01</b>	<b>(243.88)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>13,524.61</b>	<b>414.28</b>
Cash and cash equivalents at the beginning of the period	514.30	99.76
Effects of exchange rate changes on cash and cash equivalents	(1.90)	0.26
<b>Cash and cash equivalents at the end of the period</b>	<b>14,037.01</b>	<b>514.30</b>
<b>Cash and cash equivalents comprise (Refer Note no 13)</b>		
Balances with banks:		
In current accounts	168.21	369.29
In Exchange Earners' Foreign Currency accounts (EEFC)	10.07	44.96
In deposits with original maturity of less than three months	13,858.25	100.05
Cash on hand	0.48	-
<b>Total cash and cash equivalents at end of the year</b>	<b>14,037.01</b>	<b>514.30</b>

Refer to note 21.3 for reconciliation of movements of liabilities to cash flows arising from financing activities.

- (i) The accompanying notes are an integral part of the standalone statement of cash flow.
- (ii) The above Ind AS Statement of Cash Flows has been prepared under the indirect method as set out in Ind AS 7 - "Statement of Cash Flows" notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and the relevant provisions of the Act.
- (iii) Purchase of Property, plant and equipment and other intangibles represents additions to property, plant and equipment and other intangible assets adjusted for movement of capital advance and capital work-in-progress of (a) property, plant and equipment and (b) intangible assets.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as**  
**Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner

Membership No: 233552

Place: Bengaluru  
Date: May 27, 2025

**Anil Puttan Kumar**  
Chairman and Managing Director

DIN: 07683267

Place: Bengaluru  
Date: May 27, 2025

**Ramakrishna Kamojhal**  
Whole-time Director and Chief Financial Officer

DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025



# STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	As at March 31, 2025	
	No. of shares	Amount
<b>(A) EQUITY SHARE CAPITAL (NOTE 17)</b>		
Equity shares of INR 5 each issued, subscribed and fully paid		
Balance as at April 01, 2024	4,40,05,080	2,200.26
Add: Increase in shares due to private placement	36,67,090	183.35
Add: Increase in shares due to initial public offering	31,84,713	159.24
<b>Balance as at March 31, 2025</b>	<b>5,08,56,883</b>	<b>2,542.85</b>
<b>Equity shares of INR 5 each issued, subscribed and fully paid</b>		
	<b>Year ended March 31, 2024</b>	
Balance as at April 01, 2023	1,04,230	104.23
Add: Increase in shares due to conversion of debentures	544.00	0.55
Add: Increase in shares due to share split	19,90,706	-
Add: Bonus issue during the year	4,19,09,600	2,095.48
<b>Balance as at March 31, 2024</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

## (B) OTHER EQUITY (NOTE 18)

As at March 31, 2025

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
<b>Balance as at April 01, 2024</b>	-	447.26	447.26
Profit for the year	-	1,908.16	1,908.16
Other comprehensive income for the year, net of tax	-	(14.67)	(14.67)
Premium received on issue of equity shares (Refer note 18.1)	49,657.43	-	49,657.43
Transaction cost on issue of private placement of equity shares (Refer note 33.2)	(701.75)	-	(701.75)
Transaction cost on issue of Initial Public Offering (IPO) of equity shares (Refer note 33.2)	(1,520.45)	-	(1,520.45)
<b>Balance as at March 31, 2025</b>	<b>47,435.23</b>	<b>2,340.75</b>	<b>49,775.98</b>

As at March 31, 2024

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
Balance as at April 01, 2023	-	2,275.63	2,275.63
Profit for the period	-	242.50	242.50
Other comprehensive income for the period, net of tax	-	(4.74)	(4.74)
Premium collected on conversion of convertible debentures	29.35	-	29.35
Utilised towards issue of bonus shares	(29.35)	(2,066.13)	(2,095.48)
<b>Balance as at March 31, 2024</b>	<b>-</b>	<b>447.26</b>	<b>447.26</b>

The accompanying notes are an integral part of these standalone statement of changes in equity.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner  
Membership No: 233552

Place: Bengaluru  
Date: May 27, 2025

**Anil Puttan Kumar**  
Chairman and Managing Director  
DIN: 07683267

Place: Bengaluru  
Date: May 27, 2025

**Ramakrishna Kamojhal**  
Whole-time Director and Chief Financial Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025



# NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

## 1 CORPORATE INFORMATION

Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) (hereafter referred to as the “Company” was incorporated as a private limited company on August 12, 2016. The Company converted to a public limited company and changed its name to Unimech Aerospace and Manufacturing Limited pursuant to a shareholders’ resolution dated March 04, 2024 along with the issuance of a fresh certificate of incorporation dated June 21, 2024 (Company Identification No: L30305KA2016PLC095712). The registered office of the Company is located at 538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.

The Company specialises in manufacturing complex products, offering “build to print” and “build to specifications” services. This involves machining, fabrication, assembly, testing, and the creation of new products based on the specific requirements of the aerospace, defense, energy, and semiconductor industries. The products are characterised by their complexity and a “high-mix, low-volume” nature, focusing on high-precision items that are not mass-produced. The Company’s primary objective is to manufacture these products, tools, and components for use in the civil and defense aerospace sectors.

These standalone financial statements were approved for issue in accordance with a resolution of the Board of Directors of the Company on May 27, 2025.

## 2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

These notes provide a list of the material accounting policies adopted in the preparation of this standalone financial statements. These policies have been consistently applied to the period presented, unless otherwise stated.

### 2.1 Basis of preparation

#### (a) Compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian accounting standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III), as applicable to the standalone financial statements.

These standalone financial statements once approved by the Board of Directors needs to be adopted by the

shareholders at the annual general meeting of the Company. The Board of Directors can withdraw and re-issue the financial statements so adopted only in specific cases such as non-compliance with the applicable accounting standards, with the approval of Tribunal, after following the appropriate procedure as per Companies Act, 2013.

#### (b) Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for net defined benefit employee obligations which is measured at the present value of defined benefit obligation, certain financial assets at fair value [refer 2.2(n) accounting policy on financial instruments].

#### (c) Current versus non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the standalone balance sheet.

#### (d) Presentation currency and rounding off

All amounts disclosed in these standalone Financial Statements are reported in Indian Rupees (INR) and have been rounded off to the nearest Lakhs (INR 1,00,000) except per share data and unless stated otherwise. Amounts mentioned as “0.00” in the denote amounts rounded off being less than rupees one thousand.

#### (e) Going concern

The Company has prepared the standalone financial statement on the basis that it will continue to operate as a going concern.

#### (f) Recent accounting pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 01, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### 2.2 Summary of material accounting policies

#### (a) Property, plant and equipment

Property, Plant and equipment are stated at cost, The cost includes the net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the standalone statement of profit and loss during the year ended in which they are incurred.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in-progress'.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Particulars	Useful life
Plant, machinery and equipment	4 to 15 years
Furniture and fixtures	4 years
Computers	3 years
Office equipment	4 to 5 years
Vehicles	8 years
Leasehold improvements	Over useful life as per Schedule II or the remaining period of Lease term, whichever is lower

The Company, based on technical assessment made by technical expert and management estimate depreciates certain items of building, plant machinery and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at end of each reporting period and adjusted prospectively, if appropriate.

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 on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the standalone statement of profit and loss, when the asset is derecognised.

#### (b) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets (Software) are amortised over the useful economic life of 3 years on straight line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortisation period and the amortisation method for an intangible asset are reviewed at the end of each reporting period.

#### (c) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### (d) Leases

The Company assesses at contract inception whether a contract is or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

##### Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment.

### ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

### iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### (e) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials (Including packing materials): Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average method.

Finished goods and work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average method.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Stores and spares: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition and charged to standalone Statement of Profit and Loss on purchase.

### (f) Impairment of non-financial assets

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

### (g) Foreign currencies

The Company's financial statements are presented in INR, which is also the Company's functional currency.

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

### (h) Revenue from contract with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the equipment and sale of services is recognised at the point in time by measuring the progress towards complete satisfaction of performance obligations during the reporting period.

Revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided,

because the customer receives and uses the benefits simultaneously.

Revenue is measured at transaction price (net of variable consideration, if any). The transaction price is the consideration received or receivable and is reduced by rebates, allowances and taxes and duties collected on behalf of the government.

Revenue also includes adjustments made towards liquidated damages and price variations wherever applicable.

The Company considers, whether there are other promises in the contract in which there are separate performance obligations, to which a portion of the transaction price needs to be allocated.

### (i) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

### (j) Taxation

Tax expense comprises current tax expense and deferred tax.

#### 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.

#### Deferred tax

Deferred tax is provided using the liability method 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 recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised 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 utilised.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

The carrying amount of deferred tax assets is 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 utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised 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 at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items of other comprehensive income is recognised in other comprehensive income. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity which intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

### Minimum Alternative Tax :

Minimum alternate tax (MAT) paid is charged to the standalone statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the period in which the Company recognises MAT credit as an asset, it is created by way of credit to the Statement of Profit and Loss and shown as part of deferred tax asset. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

### (k) Provisions

#### General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of

a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the standalone statement of profit and loss net of any reimbursement.

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 recognised as a finance cost.

#### Warranty provisions

The Company provides warranties for general repairs of defects that existed at the time of sale, as required by law. Provisions related to these assurance-type warranties are recognised when the product is sold, or the service is provided to the customer. Initial recognition is based on historical experience. The initial estimate of warranty-related costs is revised annually.

#### Provision towards liquidated damages

Provision for liquidated damages against the Company are recognised in the standalone financial statements based on the management's assessment of the probable outcome with reference to the available information supplemented by experience of similar transactions and contracts with customer.

### (l) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

The Company operates a defined benefit gratuity plan in India. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, are recognised immediately in the Standalone Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognises expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the standalone statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the standalone balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

Longevity bonus liability is accrued for certain class of key managerial persons, as may be decided by the Board from time to time to recognise their immense contribution in driving the organisation, and payable upon their resignation or exit from the Company or substantial changes in the composition of the Company's Board. Amount to be payable is calculated based on latest remuneration of the year multiplied by number of years. Longevity bonus is recognised as liability at the present value of the defined benefit obligation using actuarial valuation at the standalone balance sheet date.

### (m) Fair value measurement

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 Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised 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
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

### (n) 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.

#### Financial assets

##### (i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through standalone statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Financial assets are classified at the initial recognition as financial assets measured at fair value or as financial assets measured at amortised cost.

##### (ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two broad categories:

##### (a) Financial assets at amortised cost

##### (b) Financial assets at fair value

Where assets are measured at fair value, gains and losses are either recognised entirely in the standalone statement of profit and loss (i.e. fair value through standalone statement of profit and loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

##### (a) Financial assets carried at amortised cost

A financial assets that meets the following two conditions is measured at amortised cost (net of Impairment) unless the asset is designated at fair value through standalone statement of profit and loss under the fair value option.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

(i) **Business Model test:** The objective of the Company's business model is to hold the financial assets to collect the contractual cash flow (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

(ii) **Cash flow characteristics test:** The contractual terms of the financial assets give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

(b) (i) **Financial assets at fair value through other comprehensive income**

Financial assets is subsequently measured at fair value through other comprehensive income if it is held with in a business model whose objective is achieved by both collections contractual cash flows and selling financial assets and the contractual terms of the financial assets give rise on specified dated to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

(ii) **Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through standalone statement of profit and loss.

(iii) **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised when:

- (a) The rights to receive cash flows from the asset have expired, or
- (b) 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 recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises 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. The Company discloses analysis of the gain or loss recognised in the statement of profit and loss arising from the derecognition of financial assets measured at amortised cost, showing separately gains and losses arising from derecognition of those financial assets

(iv) **Impairment of financial assets**

The Company assesses impairment based on expected credit losses (ECL) model for the following:

- (a) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

- (b) The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables and contract assets.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company recognises an allowance for ECL for all debt instruments not held at fair value through profit or loss. ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. ECL are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECL are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for

forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the 12 months 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.

The Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

As a practical expedient, the Company uses the provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historical observed default rates over the expected life of the trade receivables and its adjusted forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

ECL impairment loss allowance (or reversal) during the period is recognised as other expense in the of standalone statement of profit and loss.



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### Financial liabilities

(i) Initial recognition and measurement All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, lease liabilities and derivative financial instruments.

### (ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### (a) 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. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

#### (b) Gains or losses on liabilities held for trading are recognised in the profit or loss

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to standalone profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

(c) Loans and borrowings After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest rate method.

### (iii) Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss.

### (iv) Derecognition

- (a) A financial liability is derecognised 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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.
- (b) Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognised amounts and

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### (o) Cash and cash equivalents

Cash and cash equivalent in the Standalone Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

### (p) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### (q) Investment in subsidiaries

Investment in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Standalone Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Standalone Statement of Profit and Loss.

### (r) Investment in associate

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or

joint control over those policies. Significant influence is generally presumed when the Company holds 20% or more of the voting power of the investee, directly or indirectly, unless it can be clearly demonstrated otherwise.

### Recognition and Initial Measurement :

Investment in associates is initially recognised at cost, which includes the purchase price and any directly attributable transaction costs.

### Subsequent Measurement :

Subsequent to initial recognition, the investment in an associate is accounted for using the equity method. Under the equity method:

The investment is initially recognised at cost. The carrying amount is adjusted to recognise the investor's share of the profit or loss of the associate after the date of acquisition.

The investor's share of the associate's profit or loss is recognised in the investor's statement of profit and loss.

Distributions received from the associate reduce the carrying amount of the investment.

Adjustments are also made for changes in the investor's proportionate interest in the associate arising from changes in the associate's other comprehensive income (OCI). Such changes are recognised in the investor's OCI.

### (s) Other income

Interest income from financial assets at FVTPL is disclosed as interest income within other income. Interest income on financial assets at amortised cost and financial assets at FVOCI is recognised in standalone statement of profit and loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired.

## 2.3 Critical accounting estimates and judgements

The Company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

### (i) Revenue recognition – estimating variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

### (ii) Leases - estimating the incremental borrowing rate (IBR)

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the Company's credit rating).

### (iii) Provision for expected credit losses (ECLs) of trade receivables and contract assets

The Company uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for its customer segments that have similar loss patterns. The provision matrix is initially based on the Company's historical observed default rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

### (iv) Defined benefit plan (post-employment gratuity)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

### (v) Useful lives of property, plant and equipment and intangible assets

Management reviews its estimate of the useful lives of property, plant and equipment and intangible assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment, right of use assets and intangible assets.

### (vi) Provision for warranties

The Company's product warranty obligations and estimations thereof are determined using historical information of claims received up to the period end and the management's estimate of further liability to be incurred in this regard during the warranty period, computed on the basis of past trend of such claims.

### (vii) Deferred tax assets

Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimising measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

### (viii) Export incentives

Export incentives are recognised where there is reasonable assurance that the benefits will be received and all attachment conditions will be complied with export benefits on account of export promotion schemes are accrued and accounted in the period of export and are included in other operating revenue.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

**3 PROPERTY, PLANT AND EQUIPMENT**

Description	Plant, machinery and equipment	Furniture and fixtures	Computers	Office equipment	Vehicles	Leasehold improvements	Total
<b>Gross block</b>							
<b>Balance as at April 01, 2023</b>	<b>317.01</b>	<b>28.99</b>	<b>37.06</b>	<b>29.07</b>	<b>6.98</b>	<b>15.30</b>	<b>434.41</b>
Additions (Includes transfer from CWIP)	118.05	2.29	8.30	3.92	-	11.56	144.12
Disposals	(48.00)	-	-	-	-	-	(48.00)
<b>Balance as at March 31, 2024</b>	<b>387.06</b>	<b>31.28</b>	<b>45.36</b>	<b>32.99</b>	<b>6.98</b>	<b>26.86</b>	<b>530.53</b>
Additions (Includes transfer from CWIP)	1,642.56	1.44	24.69	4.05	-	107.60	1,780.34
Adjustments	7.31	-	-	-	-	-	7.31
Disposals	(5.77)	-	-	-	-	-	(5.77)
<b>Balance as at March 31, 2025</b>	<b>2,031.16</b>	<b>32.72</b>	<b>70.05</b>	<b>37.04</b>	<b>6.98</b>	<b>134.46</b>	<b>2,312.41</b>
<b>Accumulated depreciation</b>							
<b>Balance as at April 01, 2023</b>	<b>58.33</b>	<b>7.36</b>	<b>9.58</b>	<b>12.28</b>	<b>0.97</b>	<b>15.30</b>	<b>103.82</b>
Depreciation charge for the year	59.55	7.26	13.16	10.25	0.92	1.64	92.78
Disposals	(16.35)	-	-	-	-	-	(16.35)
<b>Balance as at March 31, 2024</b>	<b>101.53</b>	<b>14.62</b>	<b>22.74</b>	<b>22.53</b>	<b>1.89</b>	<b>16.94</b>	<b>180.25</b>
Depreciation charge for the year	67.18	6.18	13.36	4.75	0.87	4.12	96.46
Adjustments	7.31	-	-	-	-	-	7.31
Disposals	(3.03)	-	-	-	-	-	(3.03)
<b>Balance as at March 31, 2025</b>	<b>172.99</b>	<b>20.80</b>	<b>36.10</b>	<b>27.28</b>	<b>2.76</b>	<b>21.06</b>	<b>280.99</b>
<b>Net block</b>							
<b>Balance as at March 31, 2024</b>	<b>285.53</b>	<b>16.66</b>	<b>22.62</b>	<b>10.46</b>	<b>5.09</b>	<b>9.92</b>	<b>350.28</b>
<b>Balance as at March 31, 2025</b>	<b>1,858.17</b>	<b>11.92</b>	<b>33.95</b>	<b>9.76</b>	<b>4.22</b>	<b>113.40</b>	<b>2,031.42</b>



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

Company paid INR 1,544.39 Lakhs towards land which has been allotted from Karnataka Industrial Areas Development Board ("KIADB") on July 07, 2024. Company does not have right or control over land considering physical possession of land is still not received from KIADB as at March 31, 2025 and the same is classified in capital advances refer note 10.

### 3.1 Deemed Cost

On transition to Ind AS (April 01, 2022), the Company has elected to continue with the carrying value of property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

### 3.2 Contractual obligations

Refer to note 45 for details on contractual commitments for acquiring property, plant and equipment.

## 4 CAPITAL WORK-IN-PROGRESS (CWIP)

Particulars	Amount
<b>Balance as at April 01, 2023</b>	<b>3.97</b>
Additions during the year	38.55
Capitalisation during the year	(40.14)
<b>Balance as at March 31, 2024</b>	<b>2.38</b>
Additions during the year	2,228.58
Capitalisation during the year	(1,729.28)
<b>Balance as at March 31, 2025</b>	<b>501.68</b>

### 4.1 CWIP ageing schedule

As at March 31, 2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Plant, machinery and equipment	501.68	-	-	-	501.68
<b>Total</b>	<b>501.68</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>501.68</b>

As at March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Land	2.38	-	-	-	2.38
<b>Total</b>	<b>2.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2.38</b>

**4.2** There are no projects as CWIP as at March 31, 2025 and March 31, 2024 whose completion is overdue or cost of which has exceeds in comparison to its original plan.

**4.3** CWIP of INR 1,621.10 Lakhs has been capitalised under plant, machinery and equipment INR 107.61 Lakhs has been capitalised under lease hold improvement and INR 0.57 Lakhs has been capitalised under software during the year ended March 31, 2025. CWIP of INR 40.14 Lakhs has been capitalised under plant, machinery and equipment during the year ended March 31, 2024.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

**5 RIGHT-OF-USE ASSETS/LEASE LIABILITIES**

**5.1 The carrying amount of right-of-use assets recognised and the movements during the period are as follows:**

<b>Gross block</b>	<b>Buildings</b>
<b>Balance as at April 01, 2023</b>	<b>320.11</b>
Additions during the year	11.44
<b>Balance as at March 31, 2024</b>	<b>331.55</b>
Additions/Modifications during the year	1,301.27
<b>Balance as at March 31, 2025</b>	<b>1,632.82</b>
<b>Accumulated amortisation</b>	
<b>As at April 01, 2023</b>	<b>159.67</b>
amortisation for the year	85.94
<b>As at March 31, 2024</b>	<b>245.61</b>
amortisation for the year (Note 5.3)	144.58
<b>Balance as at March 31, 2025</b>	<b>390.19</b>
<b>Net block</b>	
Balance as at March 31, 2024	85.94
<b>Balance as at March 31, 2025</b>	<b>1,242.63</b>

**5.2 The carrying amount of lease liabilities recognised and the movements during the period are as follows:**

	<b>Amount</b>
<b>Balance as at April 01, 2023</b>	<b>177.40</b>
Additions/Modifications during the year	11.45
Interest expense on lease liabilities (Note 5.3)	14.24
Payments during the year (Note 5.4)	(99.00)
<b>Balance as at April 01, 2024</b>	<b>104.09</b>
Additions/Modifications during the year	1,256.18
Interest expense on lease liabilities (Note 5.3)	44.13
Payments during the year (Note 5.4)	(135.85)
<b>Balance as at March 31, 2025</b>	<b>1,268.55</b>

<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>
Non-current	1,036.59	-
Current	231.96	104.09
<b>Total</b>	<b>1,268.55</b>	<b>104.09</b>

**5.3 The following are the amounts recognised in standalone statement of profit and loss :**

<b>Particulars</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Interest expense on lease liabilities (Refer note 31)	44.13	14.24
amortisation of right-of-use assets (Refer note 32)	144.58	85.94

**5.4 Amounts recognised in the Statement of Cash Flows**

<b>Particulars</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Principal payments on lease liabilities	(91.72)	(84.76)
Interest payments on lease liabilities	(44.13)	(14.24)
<b>Total</b>	<b>(135.85)</b>	<b>(99.00)</b>



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## 6 INTANGIBLE ASSETS

Particulars	Amount
<b>Gross block</b>	
<b>Balance as at April 01, 2023</b>	<b>12.60</b>
Additions	2.89
Disposals	-
<b>Balance as at March 31, 2024</b>	<b>15.49</b>
Additions	32.69
Disposals	-
<b>Balance as at March 31, 2025</b>	<b>48.18</b>
<b>Accumulated amortisation</b>	
<b>Balance as at April 01, 2023</b>	<b>8.56</b>
Amortisation for the year	4.31
Disposals	-
<b>Balance as at March 31, 2024</b>	<b>12.87</b>
Amortisation for the year	3.28
Disposals	-
<b>Balance as at March 31, 2025</b>	<b>16.15</b>
<b>Net block</b>	
<b>Balance as at March 31, 2024</b>	<b>2.62</b>
<b>Balance as at March 31, 2025</b>	<b>32.03</b>

### 6.1 Deemed cost

On transition to Ind AS (April 01, 2022), the Company has elected to continue with the carrying value of intangibles assets measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

## 7 INVESTMENTS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-current investments</b>		-
<b>Investment in equity instruments (fully paid-up)</b>		
<b>Investment in subsidiary</b>		
<b>At amortised cost</b>		
<b>Unquoted equity shares</b>		
Innomech Aerospace Toolings Private Limited		
1,01,000 equity shares of face value INR 100 each	173.82	173.82
<b>Investment in associate</b>		
<b>At amortised cost</b>		
<b>Unquoted Compulsory Convertible Preference Shares</b>		
Dheya Engineering Technologies Private Limited	499.98	-
2,387 preference shares of face value INR 10 each (Refer note 7.1)		
<b>Total non-current investments (A)</b>	<b>673.80</b>	<b>173.82</b>
<b>Current investments</b>		



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Particulars	As at March 31, 2025	As at March 31, 2024
<b>Investments at fair value through profit and loss</b>		
<b>Investments (quoted)</b>		
Bonds and commercial paper	19,307.09	-
Mutual funds	6,598.41	-
<b>Total Current Investments (B)</b>	<b>25,905.50</b>	<b>-</b>
<b>Total investments (Quoted and unquoted) (A+B)</b>	<b>26,579.30</b>	<b>173.82</b>
Current	25,905.50	-
Non - current	673.80	173.82
<b>Total investment (Quoted and unquoted)</b>	<b>26,579.30</b>	<b>173.82</b>
<b>Aggregate book value of:</b>		
Quoted investments	25,905.50	-
Unquoted investments	673.80	173.82
<b>Aggregate market value of:</b>		
Quoted investments	25,905.50	-
Unquoted investments	673.80	173.82
Aggregate amount of impairment in value of investments		

#### 7.1 Investments in associate:

During the year ended March 31, 2025, pursuant to approval by the Board of Directors, the Company entered into a Share Subscription and Shareholders Agreement ("SSHA") with Dheya Engineering Technologies Private Limited ("Dheya") for the subscription of Compulsory Convertible Preference Shares (CCPS). As of March 31, 2025, the Company has subscribed to and allotted 2,387 (16.94%) CCPS for a total consideration of INR 500 Lakhs. The terms of the SSHA also outline certain terms and rights including options to acquire additional CCPS in subsequent tranches. Accordingly, the Company has recognised the investment of INR 500 Lakhs as on March 31, 2025.

**7.2** The cost of investments in Innomech Aerospace Toolings Private Limited includes an amount of INR 72.82 Lakhs (March 31, 2024: INR72.82 Lakhs) relating to fair value of guarantees issued by the Company to various banks and financial institutions for borrowings availed by Innomech Aerospace Toolings Private Limited in FY 2024-25.

**7.3** Refer note 38 for information about the Company's exposure to financial risks and refer note 39 fair value measurement.

## 8 LOANS

Particulars	As at March 31, 2025		As at March 31, 2024	
	Non Current	Current	Non Current	Current
<b>Other financial assets</b>			-	
Loans to related party (Refer note 37)	2,470.00	380.00	-	-
Unsecured, considered good	-	-	-	-
<b>Total loans</b>	<b>2,470.00</b>	<b>380.00</b>	<b>-</b>	<b>-</b>



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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**8.1** The following disclosures shall be made where loans or advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

Particulars					As at March 31, 2025		As at March 31, 2024	
Type of borrower	Loans or advances granted individually or jointly with any other person. (Individually / Jointly)	Rate of Interest	Repayable on demand (Yes/No)	Terms or period of repayment is specified (Yes/No)	Amount outstanding as at the balance sheet date	% of Total	Amount outstanding	% of total
Subsidiary (Innomech Aerospace Toolings Private Limited)	Individually	Repo rate + 7%	No	Yes	2,850.00	100%	-	0%
<b>Total</b>					<b>2,850.00</b>	<b>100%</b>	<b>-</b>	<b>0%</b>

## 9 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
Non-current		
<b>At amortised cost</b>		
<b>(Unsecured, considered good)</b>		
Security deposits	94.94	27.01
Deposits with original maturity greater than twelve months*	43.63	43.63
<b>Total other financial assets</b>	<b>138.57</b>	<b>70.64</b>

Refer to note 38 for information about the Company's exposure to financial risks.

\* Deposits held as margin money for guarantee issued

## 10 OTHER NON-CURRENT ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
<b>(Unsecured, considered good)</b>		
Capital advances	2,039.25	6.07
Prepaid expenses	2.79	-
<b>Total other non-current assets</b>	<b>2,042.04</b>	<b>6.07</b>

\*Company paid INR 1,544.39 Lakhs towards land which has been allotted from Karnataka Industrial Area Development Board ("KIADB") on July 7, 2024. Company does not have right or control over land considering physical possession of land is still not received from KIADB as at March 31, 2025.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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## 11 INVENTORIES

Particulars	As at March 31, 2025	As at March 31, 2024
<b>(At lower of cost or net realisable value)</b>		
Raw materials (including packing materials)*	0.49	57.80
Work-in-progress	708.00	559.91
Finished goods	2.30	-
<b>Total inventories</b>	<b>710.79</b>	<b>617.71</b>

\*Raw materials (including packing materials) includes Goods in Transit (GIT) amounting to INR 0.06 Lakhs  
(March 31, 2024 : 9.11 Lakhs)

### 11.1 Inventories hypothecated as security

Refer to note 44 for information on inventories hypothecated as security by the Company.

## 12 TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - unsecured	183.34	877.40
Less: Expected credit loss allowance (Note 38.3)	(36.56)	(22.74)
Less: Liquidated damages (Note 38.3)	(27.23)	(10.22)
<b>Trade receivables - net</b>	<b>119.55</b>	<b>844.44</b>

### 12.1 Trade receivables ageing schedule

As at March 31, 2025	Current						
	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	32.75	92.28	19.38	32.05	6.66	0.22	183.34
Undisputed trade receivables –which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Sub total	32.75	92.28	19.38	32.05	6.66	0.22	183.34
Less: Expected credit loss allowance (Note 38.3)							(36.56)
Less: Liquidated damages (Note 38.3)							(27.23)
Total							119.55



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

As at March 31, 2024	Current						
	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	444.75	400.72	26.25	5.28	0.40	-	877.40
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>Sub total</b>	<b>444.75</b>	<b>400.72</b>	<b>26.25</b>	<b>5.28</b>	<b>0.40</b>	<b>-</b>	<b>877.40</b>
Less: Expected credit loss allowance (Note 38.3)							(22.74)
Less: Liquidated damages (Note 38.3)							(10.22)
<b>Total</b>							<b>844.44</b>

**12.2** There are no trade receivables which are either due from directors or other officers of the Company either severally or jointly with any other person nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

**12.3** Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

**12.4** Refer to note 38 for information about the Company's exposure to financial risks.

**12.5** Refer to note 44 for information on trade receivables hypothecated as security by the Company.

**12.6** There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

### 13 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks:		
In current accounts	168.21	369.29
In Exchange Earners' Foreign Currency Accounts (EEFC)	10.07	44.96



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Particulars	As at March 31, 2025	As at March 31, 2024
In deposit with original maturity for less than three months	13,858.25	100.05
Cash on hand	0.48	-
<b>Total cash and cash equivalents</b>	<b>14,037.01</b>	<b>514.30</b>

Refer to note 44 for information on cash and cash equivalents hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.

#### 14 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Deposit with original maturity for more than three months but less than twelve months	-	446.25
Deposits held as margin money for guarantee issued	75.00	22.32
<b>Total bank balances other than cash and cash equivalents</b>	<b>75.00</b>	<b>468.57</b>

Refer to note 44 for information on bank balances other than cash and cash equivalents hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.

#### 15 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Current</b>		
<b>(Unsecured, considered good)</b>		
<b>At amortised cost</b>		
Advances to employees	0.08	6.45
Interest accrued on deposits	171.27	-
Other receivables*	112.33	6.49
Deposits with remaining maturity less than twelve months	3,300.00	-
<b>Total other financial assets</b>	<b>3,583.68</b>	<b>12.94</b>

\* This includes forex card balance amounting 2.61 Lakhs (2024: 6.5 Lakhs) and Income from options (Derivative) amounting 109.72 Lakhs (2024: Nil)

Refer to note 44 for information on other current financial assets hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.

#### 16 OTHER CURRENT ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>(Unsecured, considered good)</b>		
Advances to suppliers	51.68	94.19
Balances with government authorities	834.94	225.08
Prepaid expenses	20.93	14.73
Government incentives	28.76	-
Other receivables (refer note 16.1)	-	141.75
<b>Total other current assets</b>	<b>936.31</b>	<b>475.75</b>

Refer to note 44 for information on other current assets hypothecated as security by the Company.



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(All amounts in INR Lakhs, unless otherwise stated)

**16.1** During the year ended March 31, 2025, and March 31, 2024 the Company has incurred expenses towards proposed Initial Public Offering ("IPO") of its equity shares and the qualifying expenses attributable to the proposed issue of equity shares has been recognised as other current assets. The Company has recovered proportionate amount from its shareholders and the balance amount is netted off in securities premium account in accordance with as per Section 18 and Section 52 of the Companies Act, 2013, respectively, upon the shares being issued.

## 17 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
Equity shares of INR 5 each (2024: INR 5 Each)	6,00,00,000	3,000.00	6,00,00,000	3,000.00
	<b>6,00,00,000</b>	<b>3,000.00</b>	<b>6,00,00,000</b>	<b>3,000.00</b>
<b>Issued, subscribed and paid up</b>				
Equity shares of INR 5 each (2024: INR 5 Each), fully paid-up	5,08,56,883	2,542.84	4,40,05,080	2,200.26
<b>Total</b>	<b>5,08,56,883</b>	<b>2,542.84</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

### 17.1 Reconciliation of equity shares outstanding at the beginning and at the end of the period

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	4,40,05,080	2,200.25	1,04,230.00	104.23
Add: Increase in shares due to conversion of debentures	-	-	544	0.55
Add: Increase in shares due to share split	-	-	19,90,706	-
Add: Bonus issue during the year	-	-	4,19,09,600	2,095.48
Add: Increase in shares due to fresh issue during the year	68,51,803	342.59	-	-
<b>Outstanding at the end of the year</b>	<b>5,08,56,883</b>	<b>2,542.84</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

#### (a) Increase in authorised share capital and Sub-division/Split of equity shares

Pursuant to the Shareholders resolution dated December 23, 2023, the Company split 1,10,000 equity shares of INR 100 each divided into 22,00,000 equity shares of INR 5 each and increased authorised share capital of the Company from INR 110.00 Lakhs to INR 3,000.00 Lakhs by additional creation of 5,78,00,000 equity share of INR 5 each.

#### (b) Bonus issue of equity shares

Pursuant to the Shareholders resolution dated December 27, 2023, the Company has issued 4,19,09,600 equity shares having face value of INR 5 each by way of bonus issue to its shareholders by utilising an amount of INR 2,095.48 Lakhs from the balance in retained earnings and securities premium in the ratio of 1:20. The paid-up share capital of the Company has been increased to 4,40,05,080 equity shares of face value of INR 5 each as at March 31, 2024.

### 17.2 Rights, preferences and restrictions attached to shares

Equity shares have a face value of INR 5 each Holder of equity shares is entitled to participate in dividends. The dividend proposed by the board of directors is subject to the approval of the shareholders in the annual general meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts and distribution will be in proportion to the number of equity shares held by the shareholders.

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**17.3** Pursuant to the board meeting and share holders meeting held on July 03, 2024, the Company raised money by way of private placement of 36,67,090 equity shares of face value INR 5/- each at a price of INR 681.74/-per share (with a premium of INR 676.74 per share) aggregating to INR 25,000 Lakhs.

**17.4** The equity shares of the Company were listed on the National Stock Exchange and Bombay Stock Exchange on December 31, 2024, following the completion of an Initial Public Offering ("IPO") of 63,69,426 equity shares, with a face value of share INR 5/- each, at an issue price of INR 785 per equity share (which includes a share premium of INR 780 per equity share). This consisted of a fresh issue of 31,84,713 equity shares and an offer for sale of 31,84,713 equity shares.

**17.5** Equity shares allotted by the Company on August 19, 2024 has following terms attached to equity shares as per shareholders' agreement dated July 16, 2024:

On July 16, 2024, the Company has entered into a Shareholders' Agreement ("SHA") with Valuequest Investment Advisors Private Limited, Steadview Capital Mauritius Limited and Evolvence Fund India IV Limited (together referred as "Investors"), pursuant to their investment in equity shares of the Company of INR 25,000 Lakhs("investor equity shares").

The SHA provides certain rights to the Investors including exit rights and buy back rights. In the event the Company is unable to provide an exit to the Investors by way of an Initial Public Offer ("IPO") within a certain timeline, the Company shall provide an exit to the Investors by way of third party sale or Company or promoter buyback or a combination thereof on or before March 31, 2028 ("Exit date") in the manner set out in the SHA. The buy back rights of the Investors shall cease to be in effect on and from the date on which the Company files its Draft Red Herring Prospectus ("DRHP") in connection with its proposed IPO, but shall be made effective again in the event the DRHP so filed is withdrawn with no intention of refiling the same.

Pursuant to the filing of its DRHP on August 19, 2024 by the Company, the buy back rights have become ineffective. Consequently, such investor equity shares meet the definition of an equity instrument as per Ind AS 32 Financial Instruments: Presentation and accordingly have been classified as equity from August 19, 2024. Management has also assessed and concluded that there has not been any significant change in the fair value of the investor equity shares from the date of issue to the date of DRHP filing, and therefore there is no impact to be recognised in the profit and loss.

**17.6 Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class
<b>Equity shares of INR 5 each fully paid-up</b>				
Anil Puttan Kumar	1,33,44,200	26.24%	1,33,44,200	30.32%
Ramakrishna Kamojhala	73,06,372	14.37%	78,79,620	17.91%
Mani Puttan	73,06,371	14.37%	78,79,620	17.91%
Preetham Venkatesh Shimoga	48,71,194	9.58%	52,53,360	11.94%
Rajanikanth Balaraman	73,06,372	14.37%	78,79,620	17.91%

**17.7 Aggregate number of shares issued pursuant to contract without payment being received in cash, for consideration other than cash, bonus shares allotted and shares bought back during the period of five years immediately preceding the reporting date**

There are no such shares issued, allotted or bought back during the period of five years immediately preceding the reporting date. Refer note 17.1 (b) for bonus equity shares issued.



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**17.8 Shares reserved for issue under options and contracts or commitments of the sale of shares or disinvestment, including the terms and amounts**

There are no shares reserved for issue under any options and contracts or commitments of the sale of shares or disinvestment.

**17.9.1 Details of equity shares held by promoters at the end of the year**

Promoter name	As at March 31, 2025			As at March 31, 2024		
	No. of shares	% of total shares	% Change during the period	No. of shares	% of total shares	% Change during the period
<b>Equity shares of INR 5 each fully paid-up</b>						
Anil Puttan Kumar	1,33,44,200	26.24%	0.00%	1,33,44,200	30.32%	100.00%
Ramakrishna Kamojhala	73,06,372	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
Mani Puthan	73,06,371	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
Preetham Venkatesh Shimoga	48,71,194	9.58%	(7.27%)	52,53,360	11.94%	41900.00%
Rajanikanth Balaraman	73,06,372	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
<b>Total</b>	<b>4,01,34,509</b>	<b>78.93%</b>		<b>4,22,36,420</b>	<b>95.99%</b>	

**18 OTHER EQUITY**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Reserves and surplus</b>		
Retained earnings (Note 18.1)	2,340.75	447.26
Securities Premium (Note 18.1)	47,435.23	-
<b>Total other equity</b>	<b>49,775.98</b>	<b>447.26</b>

**18.1 Movement in reserves and surplus**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Retained earnings</b>		
Opening balance	447.26	2,275.63
Profit for the year	1,908.16	242.50
Utilised towards issue of bonus shares [Refer note 17.1 (b)]	-	(2,066.13)
Items of OCI recognised directly in retained earnings		
Remeasurements of post-employment defined benefit plans (net of tax)	(14.67)	(4.74)
<b>Closing balance</b>	<b>2,340.75</b>	<b>447.26</b>
<b>Securities Premium</b>		
Opening balance	-	-
Premium received on issue of equity shares	49,657.43	29.35
Transaction cost on issue of preferential allotment of equity shares (Refer note 33.2)	(701.75)	-
Transaction cost on issue of Initial Public Offering (IPO) of equity shares (Refer note 33.2)	(1,520.45)	-
Utilised towards issue of bonus shares [Refer note 17.1 (b)]	-	(29.35)
<b>Closing balance</b>	<b>47,435.23</b>	<b>-</b>



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## 18.2 Nature and purpose of items in other equity

### Retained earnings

Retained earnings are the profits that the Company has earned till date, less any dividends or other distributions to shareholders and these can be utilised as per the provisions of the Companies Act, 2013.

### Securities premium

Securities premium issued to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

## 19 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Employee benefits payable	242.36	104.96
Other payables*	209.46	3.38
Capital creditors	234.68	2.27
<b>Total</b>	<b>686.50</b>	<b>110.61</b>

\*Refer to note 37.2 for information relating to other payables to related parties.

## 20 PROVISIONS

Particulars	As at March 31, 2025		As at March 31, 2024	
	Non Current	Current	Non Current	Current
Provision for rework and warranty costs	-	49.64	-	17.64
Provision for employee benefits				
Gratuity [Note 36(b)]	5.08	10.00	-	8.77
Longevity bonus	-	64.81	-	64.81
Compensated absences	-	44.91	-	30.03
Others		86.00	-	86.00
<b>Total provisions</b>	<b>5.08</b>	<b>255.36</b>	<b>-</b>	<b>207.25</b>

### 20.1 Movement in provision for warranties

Particulars	Amount
<b>Balance as at April 01, 2024</b>	<b>17.64</b>
Provision charged to standalone statement of profit and loss	42.80
Provisions utilised/(reversed) during the period	(10.80)
<b>Balance as at March 31, 2025</b>	<b>49.64</b>
<b>Balance as at April 01, 2023</b>	<b>18.87</b>
Provision charged to standalone statement of profit and loss	13.39
Provisions utilised/(reversed) during the period	(14.62)
<b>Balance as at March 31, 2024</b>	<b>17.64</b>

## 21 CURRENT BORROWINGS

Particulars	Note	As at March 31, 2025	As at March 31, 2024
<b>Secured</b>			
Term loan			



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Particulars	Note	As at March 31, 2025	As at March 31, 2024
From bank			
Indian rupee loans	21.2	-	200.00
<b>Total current borrowings</b>		<b>-</b>	<b>200.00</b>

The details of financial and non-financial assets hypothecated for borrowings are disclosed in Note 44

Refer to note 38 for information about the Company's exposure to financial risks.

### 21.1 Disclosure on bank guarantees

The Company has given corporate guarantee for the loans availed by Innomech Aerospace Toolings Private Limited, a wholly owned subsidiary of the Company to the extent of INR 8,000.00 Lakhs (March 31, 2024; INR 3,500 Lakhs) to M/s Axis Bank Limited, Bengaluru.

### 21.2 Security details and terms of repayment

	No. of instalments remaining as at March 31, 2025	Maturity date as at March 31, 2025	Interest rate (p.a.) as at March 31, 2025	As at March 31, 2025
(i) Indian rupee term loans from banks				
- Secured by way of hypothecation of current assets excluding investments along with a guarantee provided by the Company and promoter directors.	NA	NA	Secured overnight financing rate + 1%	-

	No. of instalments remaining as at March 31, 2024	Maturity date as at March 31, 2024	Interest rate (p.a.) as at March 31, 2024	As at March 31, 2024
(i) Indian rupee term loans from banks				
- Secured by way of hypothecation of current assets excluding investments along with a guarantee provided by the Company and promoter directors.	NA	NA	Secured overnight financing rate + 1%	200.00

### 21.3 Net debt reconciliation

	Borrowings	Lease liabilities	Total
<b>Net debt as at April 01, 2023</b>	<b>363.51</b>	<b>177.40</b>	<b>540.91</b>
Proceeds from borrowings	401.52	-	401.52
Repayment of borrowings	(535.13)	-	(535.13)
Interest paid on borrowings	(11.27)	-	(11.27)
Interest paid on lease liabilities	-	(14.24)	(14.24)
Principal paid on lease liabilities	-	(84.76)	(84.76)
<b>Non-cash flows:</b>			
Interest expenses	10.93	14.24	25.17
Addition to lease liabilities	(29.90)	-	(29.90)
Conversion of convertible debentures into equity shares during the year	-	11.45	11.45
Amortisation of loan processing charges	0.34	-	0.34
<b>Net debt as at March 31, 2024</b>	<b>200.00</b>	<b>104.09</b>	<b>304.09</b>
Proceeds from borrowings	311.24	-	311.24
Repayment of borrowings	(511.24)	-	(511.24)
Principal paid on lease liabilities	-	(91.72)	(91.72)

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	Borrowings	Lease liabilities	Total
Non-cash flows:			-
Addition to lease liabilities	-	1,256.18	1,256.18
<b>Net debt as at March 31, 2025</b>	<b>-</b>	<b>1,268.55</b>	<b>1,268.55</b>

## 22 TRADE PAYABLES

Particulars	Note	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises; and	22.1	131.55	83.79
Total outstanding dues of creditors other than micro enterprises and small enterprises		165.63	405.58
Total trade payables		<b>297.18</b>	<b>489.37</b>

Refer to note 38 for information about the Company's exposure to financial risks.

### 22.1 Micro small medium enterprises disclosure

Based on the information available with the Company, there are outstanding dues and payments made during the period ended March 31, 2025 to any supplier of goods and services beyond the specified period under Micro, Small and Medium Enterprises Development Act, 2006. There is interest payable or paid during the period ended March 31, 2025 to any suppliers under the said Act.

Particulars	As at March 31, 2025	As at March 31, 2024
<b>(a) Amount remaining unpaid to any supplier at the end of accounting period :</b>		
Principal	125.75	80.93
Interest	5.80	2.86
<b>Total</b>	<b>131.55</b>	<b>83.79</b>
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting period.	-	-
(c) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting period.	2.94	0.16
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	5.80	2.86



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## 22.2 Trade payables ageing schedule

### As at March 31, 2025

Particulars	Current						Total
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 -2 years	2 - 3 years	More than 3 years	
(i) MSME	5.80	89.21	36.46	0.08	-	-	131.55
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	53.27	75.89	28.31	4.17	3.10	0.89	165.63
(iv) Disputed dues - others	-	-	-	-	-	-	-
<b>Total</b>	<b>59.07</b>	<b>165.10</b>	<b>64.77</b>	<b>4.25</b>	<b>3.10</b>	<b>0.89</b>	<b>297.18</b>

### As at March 31, 2024

Particulars	Current						Total
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 -2 years	2 - 3 years	More than 3 years	
(i) MSME	5.27	40.53	35.29	1.39	1.31	-	83.79
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	57.99	142.38	196.54	8.64	0.03	-	405.58
(iv) Disputed dues - others	-	-	-	-	-	-	-
<b>Total</b>	63.26	182.91	231.83	10.03	1.34	-	489.37

**22.3** Payment towards trade payables is made as per the terms and conditions of the contract/purchase orders. Generally, the average credit period on purchases is 30-60 days.

## 23 TAX ASSETS AND LIABILITIES

### 23 (a) Tax assets (net)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Non Current	Current	Non Current	Current
Advance tax (including TDS receivables)	-	637.85	-	316.77
Less: Provision for tax	-	(512.55)	-	(164.60)
<b>Total tax assets (net)</b>	<b>-</b>	<b>125.30</b>	<b>-</b>	<b>152.17</b>

Refer to note 44 for information on inventories hypothecated as security by the Company.

### 23 (b) Current tax liabilities (net)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Non Current	Current	Non Current	Current
Current tax payable	-	105.20	-	-
Less: Advance tax (including TDS receivables)	-	(93.01)	-	-
<b>Total tax liabilities (net)</b>	<b>-</b>	<b>12.19</b>	<b>-</b>	<b>-</b>



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## 24 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
<b>At amortised cost</b>		
Statutory dues	50.49	10.90
Advance from customers	55.98	40.66
Other payables	-	15.14
<b>Total other current liabilities</b>	<b>106.47</b>	<b>66.70</b>

24.1 Advance from Customers includes advances from related party of INR Nil (March 31, 2024: 40.66 Lakhs)

## 25 REVENUE FROM OPERATIONS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Revenue from contracts with customers</b>		
(i) Sale of goods	3,447.20	2,155.88
(ii) Sale of services	619.79	797.49
	4,066.99	2,953.37
(iii) Other operating revenues	177.59	116.60
<b>Total revenue from operations</b>	<b>4,244.58</b>	<b>3,069.97</b>
<b>(i) Nature of products</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Manufacturing of aerospace toolings and components	3,447.20	2,155.88
<b>Total</b>	<b>3,447.20</b>	<b>2,155.88</b>
<b>(ii) Nature of services</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Professional services	83.30	452.11
Testing charges	14.30	-
Job work charges	522.19	345.38
<b>Total</b>	<b>619.79</b>	<b>797.49</b>
<b>(iii) Other operating revenues</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Rental income	63.72	64.58
Scrap sales	18.52	12.29
Duty drawbacks received*	48.94	18.77
Export incentive*	42.64	-
Other sales	3.77	20.96
<b>Total</b>	<b>177.59</b>	<b>116.60</b>

\* There are no unfulfilled conditions attached to recognition of duty drawbacks and export incentive

### 25.1 Disaggregate revenue information

<b>Geographic revenue</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Within India	2,354.16	1,322.17
Outside India	1,890.42	1,747.80
<b>Total</b>	<b>4,244.58</b>	<b>3,069.97</b>
	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
India	2,354.16	1,322.17
United States	1,492.29	1,633.88
Germany	398.13	113.92
<b>Total</b>	<b>4,244.58</b>	<b>3,069.97</b>



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**Timing of revenue recognition**

	Year ended March 31, 2025	Year ended March 31, 2024
Products transferred at a point in time	3,447.20	2,155.88
Services transferred at a point in time	711.37	828.55
Services transferred over the period of time	86.01	85.54
<b>Total</b>	<b>4,244.58</b>	<b>3,069.97</b>

**25.2 Reconciliation of contract price with revenue during the year**

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue as per contract price	4,261.59	3,072.75
Adjustments:		
- Liquidated damages	(17.01)	(2.78)
<b>Revenue from contracts with customers</b>	<b>4,244.58</b>	<b>3,069.97</b>

**25.3 Performance obligations:**

**Sale of products:**

The performance obligation with respect to sale of products including other operating revenue is satisfied at a point in time that is the when control over the goods is transferred to the customers, generally on the delivery of the goods at the agreed destination as per the terms of contract with customers.

**Sale of services:**

The performance obligation with respect to sale of services is satisfied at a point in time by measuring the progress towards complete satisfaction of performance obligations during the reporting period and revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits simultaneously.

Refer note 37 for related party disclosure.

**26 OTHER INCOME**

	Year ended March 31, 2025	Year ended March 31, 2024
Interest income		
On fixed deposits at amortised cost	385.71	34.43
On loans to related parties at amortised cost	60.97	4.88
Interest on Investments	668.62	-
Interest on income tax refund	2.22	-
Unwinding of discount on security deposits at amortised cost	3.72	1.81
Gains on foreign exchange transactions and translation (net)	22.73	49.55
Mark to market gain on investments	380.79	-
Profit on sale of investments	178.56	0.20
Income from options (Derivative)	109.72	-
Subsidy interest	-	15.57
Gain on account of lease modification	18.15	-
Guarantee fee income [Refer note 37.2(a)]	240.00	105.00
Profit on sale of property, plant and equipment	2.26	10.35
Provision no longer required written back	76.23	-
Miscellaneous income	-	3.23
<b>Total other income</b>	<b>2,149.68</b>	<b>225.02</b>

Refer to note 37.2 for interest on loans and guarantees to related parties.

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**27 COST OF MATERIALS CONSUMED**

	Year ended March 31, 2025	Year ended March 31, 2024
Opening Stock	57.80	40.13
Add: Purchases	1,159.56	1,178.69
Less: Closing stock	(0.49)	(57.80)
<b>Total cost of materials consumed</b>	<b>1,216.87</b>	<b>1,161.02</b>

**28 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS**

	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the period		
- Finished goods	-	24.29
- Work-in-progress	559.91	339.60
	<b>559.91</b>	<b>363.89</b>
Less: Inventories at the end of the period		
- Finished goods	2.30	-
- Work-in-progress	708.00	559.91
	<b>710.30</b>	<b>559.91</b>
<b>Net increase</b>	<b>(150.39)</b>	<b>(196.02)</b>
<b>Total materials consumed</b>	<b>1,066.48</b>	<b>965.00</b>

**29 SUB CONTRACTING CHARGES**

	Year ended March 31, 2025	Year ended March 31, 2024
Sub contracting charges	1,082.16	507.53
<b>Total subcontracting charges</b>	<b>1,082.16</b>	<b>507.53</b>

**30 EMPLOYEE BENEFITS EXPENSE**

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	513.87	710.72
Contribution to provident fund and other funds [Refer note 36(a)]	12.13	19.01
Gratuity expense [Refer note 36(b)]	5.53	9.74
Staff welfare expenses	27.32	31.70
<b>Total employee benefits expense</b>	<b>558.85</b>	<b>771.17</b>

**31 FINANCE COSTS**

	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings	6.94	10.93
Interest on lease liabilities (Refer note 5)	44.13	14.24
Interest on delayed payments to micro enterprises and small enterprises	2.94	0.16
Bank guarantee issue charges	-	0.34
<b>Total finance costs</b>	<b>54.01</b>	<b>25.67</b>



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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### 32 DEPRECIATION AND AMORTISATION EXPENSES

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment (Refer note 3)	96.46	92.77
Amortisation on right-of-use assets (Refer note 5)	144.58	85.94
Amortisation on intangible assets (Refer note 6)	3.28	4.31
<b>Total depreciation and amortisation expense</b>	<b>244.32</b>	<b>183.02</b>

### 33 OTHER EXPENSES

	Year ended March 31, 2025	Year ended March 31, 2024
Stores and spares	31.78	10.27
Manpower contract expenses	24.98	5.09
Utilities	43.27	38.90
Repairs and maintenance		
Factory and building	2.77	0.70
Plant and machineries	3.38	3.93
Others	0.82	1.20
Factory expenses	5.49	13.72
Freight outward charges	36.61	50.87
Security charges	19.51	16.55
Printing and stationery	5.18	12.74
Directors sitting fees	55.00	-
Information technology expenses	46.82	15.70
Insurance	9.09	7.47
Legal and professional charges	214.79	79.52
Recruitment expenses	0.86	2.94
Audit fees	35.75	3.50
Sales promotion	52.69	12.87
Expected credit loss allowance	35.44	3.72
Travelling and conveyance	52.93	42.67
Communication expenses	4.35	1.69
Rates and taxes	23.61	126.57
Bank charges	2.86	2.55
Subscription charges	2.08	5.01
Rework and warranty costs	42.80	13.39
Bad debts	-	22.57
Miscellaneous expenses	3.56	10.31
<b>Total</b>	<b>756.42</b>	<b>504.45</b>

#### 33.1 The following is the break-up of audit fees (exclusive of goods and service tax)

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Audit fee</b>		
<b>As auditor:</b>		
Statutory audit	21.50	3.50



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	Year ended March 31, 2025	Year ended March 31, 2024
Limited review	7.00	-
Reimbursement of expenses	7.25	-
<b>Total audit fee</b>	<b>35.75</b>	<b>3.50</b>

\* The above audit fees excludes INR 128.39 Lakhs towards fees paid to the auditors towards audit services related to initial public offering of equity shares and INR 64.19 Lakhs has been recovered from selling shareholders and balance is adjusted with securities premium as per the offer document.

### 34 INCOME TAX

#### 34.1 Income tax expense charged to the standalone statement of profit and loss

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Current tax</b>		
- In respect of current period	512.55	70.47
- In respect of previous years	103.30	4.00
	<b>615.85</b>	<b>74.47</b>
<b>Deferred tax - Origination and reversal of temporary differences</b>		
- In respect of current period	108.01	21.18
<b>Income tax expense charged to the standalone statement of profit and loss</b>	<b>723.86</b>	<b>95.65</b>
<b>Deferred tax related to items recognised in other comprehensive income</b>		
Remeasurements of post-employment defined benefit plans	(4.94)	(1.59)

#### 34.2 Reconciliation of tax charge

	Year ended March 31, 2025	Year ended March 31, 2024
Profit before tax	2,632.02	338.15
Income tax expense at tax rates applicable	25.17%	25.17%
<b>Expected income tax expense/(benefit) at statutory tax rate</b>	<b>662.43</b>	<b>85.11</b>
Tax effects of:		
- Item not deductible for tax		
Interest on delayed payments to micro enterprises and small enterprises	0.74	0.35
Adjustments for tax pertaining to earlier periods	103.30	4.00
Income tax relating to remeasurements of post-employment defined benefit plans	1.59	1.59
Interest on income tax	-	-
Others adjustments	(44.20)	4.60
<b>Income tax expense</b>	<b>723.86</b>	<b>95.65</b>

#### 34.3 Deferred tax relates to the following:

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Deferred tax assets</b>		
Property, plant and equipment and intangible asset	-	6.63
Provisions	53.42	30.52
Trade receivables	16.05	5.72
Lease liabilities	319.27	26.20
Others	-	0.47
<b>Total</b>	<b>388.74</b>	<b>69.54</b>



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Deferred tax liabilities	Year ended March 31, 2025	Year ended March 31, 2024
Property, plant and equipment and intangible assets	18.10	-
Right-of-use assets	312.75	21.63
Other financial assets	17.21	-
Investments	95.84	-
<b>Total</b>	<b>443.90</b>	<b>21.63</b>
<b>Deferred tax assets/(liabilities), net</b>	<b>(55.16)</b>	<b>47.91</b>

**34.4 Reconciliation of deferred tax assets/(liabilities) (net):**

	Year ended March 31, 2025	Year ended March 31, 2024
Opening balance	47.91	67.50
Tax asset/(liability) recognised in standalone statement of profit and loss	(103.07)	(19.59)
<b>Total</b>	<b>(55.16)</b>	<b>47.91</b>

**35 EARNINGS/(LOSS) PER EQUITY SHARE**

Basic earnings per equity share amounts are calculated by dividing the profit/loss for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share amounts are calculated by dividing the profit/loss attributable to equity holders (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

	Year ended March 31, 2025	Year ended March 31, 2024
<b>(a) Earnings used in calculating earnings per equity share</b>		
<b>Basic earnings per share</b>		
Profit attributable to equity shareholders as per standalone statement of profit and loss	1,908.16	242.50
<b>Diluted earnings per share</b>		
Profit attributable to equity shareholders as per standalone statement of profit and loss	1,908.16	242.50
<b>(b) Weighted average number shares used as denominator</b>		
Equity shares outstanding as at April 1	4,40,05,080.00	1,04,230.00
Add: Impact of conversion of Convertible Debentures	-	408.00
Add: Impact of share split as on December 23, 2023 (Note 17.1(a))	-	19,88,122.00
Add: Bonus shares issued on December 27, 2023 (Note 17.1(b))	-	4,18,55,200.00
Add: Increase in shares due to fresh issue on July 16, 2024	26,02,126.88	-
Add: Increase in shares due to fresh issue on December 27, 2024	8,28,897.90	-
<b>Weighted average number of equity shares outstanding during the year for basic EPS</b>	<b>4,74,36,104.78</b>	<b>4,39,47,960.00</b>
Adjustments for calculation of diluted EPS:		
Add: Convertible debentures	-	136.00
<b>Weighted average number of equity shares adjusted for the effect of dilution</b>	<b>4,74,36,104.78</b>	<b>4,39,48,096.00</b>

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**(c) Information regarding the classification of securities**

**Convertible debentures**

The Company has issued 30,000 convertible debentures issued during the financial year ended March 31, 2019 are considered to be potential equity shares of 544 shares and have been included in the determination of diluted earnings per share from their date of issue.

**(d) EPS**

	Year ended March 31, 2025	Year ended March 31, 2024
Basic earnings per equity share (INR)	4.02	0.55
Diluted earnings per equity share (INR)	4.02	0.55

**36 EMPLOYEE BENEFIT OBLIGATIONS**

**(a) Defined contribution plans**

Contributions were made to provident fund and Employee State Insurance in India for the Company as per the regulations. These contributions are made to registered funds administered by the Government of India. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any other constructive obligation.

During the year, the Company has recognised the following amounts in the standalone statement of profit and loss:

	Year ended March 31, 2025	Year ended March 31, 2024
Employer's contribution to Provident Fund	12.10	18.47
Employer's contribution to Employee State Insurance	0.03	0.54
	<b>12.13</b>	<b>19.01</b>

**(b) Defined benefit plan- Gratuity**

**i) Information regarding gratuity plan**

The Company has a defined benefit gratuity plan in India (Gratuity plan). The Gratuity plan is a final salary plan for India employees. The Gratuity plan is governed by the Payment of Gratuity Act, 1972. Under this Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

This defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

The present value of the defined benefit obligation and the relevant service cost are measured using Projected Unit Credit Method, with actuarial valuation being carried out at each reporting date.

**ii) Reconciliation of defined benefit obligation**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>Balance as at the beginning of the year</b>	<b>28.59</b>	<b>14.48</b>
Interest cost	1.05	1.01
Benefits paid during the year	-	(2.17)
Liability transferred out	(18.83)	-
Current service cost	5.92	9.47
	<b>(11.86)</b>	<b>8.31</b>



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iii) Reconciliation of defined benefit obligation

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Remeasurement loss/(gain)</b>		
Actuarial loss/(gain) arising from:		
Changes in demographic assumptions	6.73	-
Changes in financial assumptions	11.70	1.14
Experience adjustments	1.24	4.67
Included in other comprehensive income	<b>19.67</b>	<b>5.81</b>
<b>Balance as at the end of the year</b>	<b>36.40</b>	<b>28.59</b>

iv) Reconciliation of Planned Assets

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Opening balance</b>	<b>19.82</b>	<b>-</b>
Employers contribution		19.61
Interest on plan assets	1.43	0.74
Administration expenses		-
Remeasurements due to		-
Actuarial return on plan assets less interest on plan assets	0.07	(0.53)
<b>Closing balance</b>	<b>21.32</b>	<b>19.82</b>

The net liability disclosed above relates to funded and unfunded plans are as follows:

	Year ended March 31, 2025	Year ended March 31, 2024
Present value of defined benefit obligation	36.40	28.59
Less: Fair value of plan assets	(21.32)	(19.82)
<b>Deficit of funded plans</b>	<b>15.08</b>	<b>8.77</b>
Unfunded plans	-	-
<b>Deficit before asset ceiling</b>	<b>15.08</b>	<b>8.77</b>
<b>Classified as:</b>	5.08	-
Non-current	10.00	8.77
Current	<b>15.08</b>	<b>8.77</b>

(c) Actuarial assumptions

	Year ended March 31, 2025	Year ended March 31, 2024
Discount rate (per annum)	6.96%	7.23%
Rate of future increase in salary	15.00%	12.00%
Expected return on planned assets	6.96%	7.53%
Attrition rate		
Employee served for 5 years and below	10.00%	20.00%
Employee served above 5 years	5.00%	5.00%

The weighted-average duration of the defined benefit obligation as at March 31, 2025 was 20.00 years (March 31, 2024: 13.84 years) for gratuity plan.

(d) Categories of plan assets

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Assets under insurance schemes	100%	100%



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**(e) Sensitivity analysis**

	Year ended March 31, 2025	Year ended March 31, 2024
Discount rate		
1% increase	(6.69)	(3.13)
1% decrease	5.55	3.84
Future increase in salary		
1% increase	3.47	3.52
1% decrease	(3.70)	(2.93)
Attrition rate		
1% increase	(2.90)	(1.50)
1% decrease	3.45	1.76

**(f) Maturity analysis**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Within one year	0.42	2.18
Between one and two years	0.46	1.56
Between two and three years	0.67	1.21
Between three and four years	0.98	0.99
Between four and five years	1.11	0.90
Between five and ten years	9.40	3.85
Later than ten years	135.62	17.90

**(g) Defined benefit plan- Longevity**

Longevity bonus liability is accrued for certain class of key managerial persons, as may be decided by the Board from time to time to recognise their immense contribution in driving the organisation, and payable upon their resignation or exit from the Company or substantial changes in the composition of the parent company's Board. Amount to be payable is calculated based on latest remuneration of the year multiplied by number of years. Longevity bonus is recognised as liability at the present value of the defined benefit obligation using actuarial valuation at the standalone Balance sheet date.

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>Balance as at the beginning of the year</b>	<b>64.81</b>	<b>105.18</b>
Interest cost	-	-
Benefits paid during the year	-	-
Current service cost	-	-
Actuarial (Gains)/Loss	-	-
Incremental obligation on termination*	-	(40.37)
<b>Balance as at the end of the year</b>	<b>64.81</b>	<b>64.81</b>

\* Pursuant to board resolution dated March 30, 2024, Company terminated longevity scheme and recorded actual provision in the books of accounts.

Actuarial assumptions	Year ended March 31, 2025	Year ended March 31, 2024
Discount rate (per annum)	NA	0.00%
Expected return on Assets	NA	0.00%
Rate of future increase in salary	NA	0.00%
Attrition rate		
Employee served for 5 years and below	10.00%	0.00%
Employee served above 5 years	5.00%	0.00%



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Actuarial assumptions	Year ended March 31, 2025	Year ended March 31, 2024
<b>Classified as:</b>		
Non-current	-	-
Current	64.81	64.81

### 37 RELATED PARTY DISCLOSURES

In accordance with the requirements of Ind AS - 24 'Related party disclosures', names of the related parties, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are:

#### 37.1 Names of related parties and description of relationship:

Particulars	Country of incorporation and principal place of business	Principal activities	Proportion of ownership interest	
			Year ended March 31, 2025	Year ended March 31, 2024
<b>Subsidiaries</b>				
Innomech Aerospace Toolings Private Limited	India	Manufacture of aerospace tools	99.99%	99.99%
Unimech Global Manufacturing Solutions Inc *	United States	Manufacture of aerospace tools	0.00%	NA
Unimech Healthcare Private Limited (upto December 18, 2023)	India	Trading of healthcare products	NA	NA
<b>Associate</b>				
Dheya Engineering Technologies Private Limited (Refer note 7.1)	India	Design, development, manufacturing, sales and servicing of micro gas turbines.	16.94%	NA

#### Key Managerial Personnel (KMP)

Mr Anil Puttan Kumar - Managing Director and Chairman

Mr Ramakrishna Kamojhal - Whole Time Director and Chief Financial Officer

Mr Mani Puttan - Whole Time Director

Mr Preetham Venkatesh Shimoga - Whole Time Director

Mr Rajanikanth Balaraman - Whole Time Director

Mr Krishnappayya Desai - Company Secretary (From March 11, 2024 and upto April 05, 2025) \*\*

#### Independent Directors

Mr Mukund Srinath (from July 03, 2024)

Mr Ashok Tandon (from July 03, 2024)

Mr Pavan Krishnamurthy (from July 03, 2024)

Mrs Vidya Rajarao (from July 03, 2024)

Mr Ranganathan Sridhar (from July 03, 2024)

\* The Company incorporated Unimech Global Manufacturing Solutions Inc. on May 29, 2024, in Delaware, United States. As at the reporting date, the Company has not made investment into the subsidiary and operations have not yet commenced.

\*\* 'Mr Krishnappayya Desai, Company Secretary and Compliance Officer of the Company, tendered his resignation vide letter dated March 26, 2025 citing personal reasons. The Board of Directors, at its meeting, took note of the resignation. Subsequently, in compliance with applicable provisions of the Companies Act, 2013 and relevant regulations, the Board appointed Mr Suhas H M, a qualified Company Secretary, as the Compliance Officer of the Company.

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**37.2 Details of transactions with related parties for the year ended:**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>(a) Subsidiaries</b>		
<b>Sale of products and services</b>		
Innomech Aerospace Toolings Private Limited	1,423.75	871.18
<b>Loans advanced</b>		
Innomech Aerospace Toolings Private Limited	2,850.00	34.21
Unimech Healthcare Private Limited	-	41.00
<b>Loan repayments received</b>		
Innomech Aerospace Toolings Private Limited	-	(551.33)
Unimech Healthcare Private Limited	-	(278.27)
<b>Advances repaid</b>		
Innomech Aerospace Toolings Private Limited	(40.66)	-
<b>Gratuity - transfer cost</b>		
Innomech Aerospace Toolings Private Limited	18.83	-
<b>Leave encashment - transfer cost</b>		
Innomech Aerospace Toolings Private Limited	21.81	-
<b>Reimbursement of expenses</b>		
Innomech Aerospace Toolings Private Limited	9.40	-
<b>Interest income</b>		
Innomech Aerospace Toolings Private Limited	60.97	4.88
<b>Guarantee fee income</b>		
Innomech Aerospace Toolings Private Limited	240.00	105.00
<b>(b) Other expenses - Sitting fees</b>		
Mr Mukund Srinath (from July 3, 2024)	11.00	-
Mr Ashok Tandon (from July 3, 2024)	12.00	-
Mr Pavan Krishnamurthy (from July 3, 2024)	12.50	-
Mrs Vidya Rajarao (from July 3, 2024)	11.00	-
Mr Ranganathan Sridhar (from July 3, 2024)	8.50	-
<b>(c) Managerial remuneration*</b>		
Mr Krishnappayya Desai	16.11	-
Mr Ramkrishna Kamojhala	-	97.15

\*Managerial remuneration does not include cost of employee benefits such as other long term employee benefits. Since, provision for long term employee benefits are based on an actuarial valuation carried out for the Company as a whole and not determined at individual employee level.

**37.3 Outstanding balances in relation to related parties**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>(a) Key Management Personnel</b>		
<b>Employee benefits payable</b>		
Mr Krishnappayya Desai	1.16	-
<b>(b) Other expenses - Sitting fees payable</b>		
Mr Mukund Srinath	0.50	-
Mr Ashok Tandon	0.50	-



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Mr Pavan Krishnamurthy	0.50	-
Mrs Vidya Rajarao	0.50	-
Mr Ranganathan Sridhar	0.50	-
<b>(c) Longevity Bonus payable to the Whole Time Director and Managing Director</b>	64.81	64.81
<b>(d) Subsidiary company</b>		
<b>Innomech Aerospace Toolings Private Limited</b>		
Loans	2,850.00	-
Other Payable (Transfer cost and Reimbursement of expenses)	(12.41)	-
Advances	-	40.66
<b>(e) Corporate guarantees provided to subsidiary company</b>		
<b>Innomech Aerospace Toolings Private Limited</b>		
Guarantees provided	8,000.00	3,500.00

**37.4 Terms and conditions of transactions with related parties**

The borrowings of the Company are secured by personal guarantees of Directors of the Company. Further, the Company has also given guarantee for various borrowing arrangements entered into by Innomech Aerospace Toolings Private Limited which is an wholly owned subsidiary of the Company.

**37.5** The borrowings of the Company are secured by personal guarantees of Directors of the Company.

**38 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

**38.1** The Company is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the board of directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

**38.2 Market risk**

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of the financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivable and payables and loans and borrowings. The Company is exposed to market risk primarily related to foreign exchange rate risk (currency risk) and interest rate risk. Thus the Company's exposure to market risk is a function of borrowing activities, revenue generating and operating activities in foreign currencies.

**(a) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company manages its interest rate risk by having a balanced portfolio of fixed borrowings amounting to Nil (March 31, 2024: INR Nil) and variable rate borrowings amounting to INR Nil (March 31, 2024: INR 200.00 Lakhs)



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

**Interest rate sensitivity**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Company's profit before tax will be affected through the impact on floating rate borrowings, as follows:

Particulars	As at	Closing balance	Impact on profit before tax	
			1% Increase	1% Decrease
Variable rate borrowings	March 31, 2025	-	-	-
Variable rate borrowings	March 31, 2024	200.00	2.00	(2.00)

The Company's risk management is carried out by the Senior Management under policies approved by the Board of Directors. The Board of Directors provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk and liquidity risk.

**(b) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency).

**Foreign currency sensitivity**

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
	Amount in foreign currency	Amount in INR Lakhs	Amount in foreign currency	Amount in INR Lakhs
USD receivable	1,20,908	103.41	4,70,024	391.72
USD payable	(6,994.68)	(5.98)	(36,266.00)	(30.22)
EURO receivable	-	-	1,96,325	176.57
EURO payable	(26.62)	(0.02)	(1,588.00)	(1.43)

**Foreign currency sensitivity**

Particulars	Impact on profit before tax	
	Year ended March 31, 2025	Year ended March 31, 2024
<b>USD sensitivity</b>		
INR/USD – increase by 1%	0.97	3.61
INR/USD – decrease by 1%	(0.97)	(3.61)
<b>EURO sensitivity</b>		
INR/EURO – increase by 1%	(0.00)	1.75
INR/EURO – decrease by 1%	0.00	(1.75)

**38.3 Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Company's receivables, deposits, cash held with banks and financial institutions. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Company limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions. The Management reviews the bank accounts on regular basis and fund drawdowns are planned to ensure that there is minimal surplus cash in bank accounts. The Company does a proper financial and credibility check on the landlords



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

before taking any property on lease and hasn't had a single instance of non-refund of security deposit on vacating the leased property. The Company does not foresee any credit risks on other financial assets.

To manage the credit risks arising from customers, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivables.

**The movement in expected credit loss is as follows :**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening balance	22.74	19.02
Changes in loss allowance:		
Loss allowance based on expected credit loss	13.82	3.72
<b>Closing Balance</b>	<b>36.56</b>	<b>22.74</b>

**The movement in provision for liquidated damages is as follows :**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening balance	10.22	7.44
Changes during the year	17.01	2.78
<b>Closing Balance</b>	<b>27.23</b>	<b>10.22</b>

### 38.4 Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company manages liquidity risk by maintaining sufficient cash and by having access to funding through an adequate amount of committed credit lines. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

#### Maturities of financial liabilities

The following table sets out the contractual maturities (representing undiscounted contractual cash-flows) of financial liabilities:

**As at March 31, 2025**

Particulars	Notes	Contractual cash flows					
		Carrying amount	0-1 year	1-3 years	3-5 years	More than 5 years	Total
Lease liabilities	5.2	1,268.55	231.96	534.13	502.46	-	1,268.55
Trade payables	22	297.18	288.94	7.35	0.89	-	297.18
Other financial liability	19	686.50	820.90	-	-	-	820.90
		<b>2,252.23</b>	<b>1,341.80</b>	<b>541.48</b>	<b>503.35</b>	<b>-</b>	<b>2,386.63</b>

**As at March 31, 2024**

Particulars	Notes	Contractual cash flows					
		Carrying amount	0-1 year	1-3 years	3-5 years	More than 5 years	Total
Current borrowings	21	200.00	200.00	-	-	-	200.00
Lease liabilities	5.2	104.09	104.09	-	-	-	104.09
Trade payables	22	575.37	489.37	-	-	-	489.37
Other financial liabilities	19	110.61	110.61	-	-	-	110.61
<b>Total</b>		<b>990.07</b>	<b>904.07</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>904.07</b>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### 39 FAIR VALUE MEASUREMENTS

#### 39.1 The carrying amounts of financial assets and liabilities by categories

##### At amortised cost

Particulars	Category	Notes	Year ended March 31, 2025	Year ended March 31, 2024
<b>Financial assets</b>				
Trade receivables	Amortised Cost	12	119.55	844.44
Cash and cash equivalents		13	14,037.01	514.30
Bank balances other than cash and cash equivalents		14	75.00	468.57
Investments (non-current)	Amortised Cost	7	673.80	173.82
Investments (current)	FVTPL**	7	25,905.50	-
Loans (non-current)	Amortised Cost	8	2,470.00	-
Loans (current)	Amortised Cost	8	380.00	-
Other financial assets (non-current)	Amortised Cost	9	138.57	70.64
Other financial assets (current)	Amortised Cost	15	3,473.96	12.94
Income from options (Derivative)	FVTPL**	15	109.72	-
<b>Total financial assets</b>			<b>47,383.11</b>	<b>2,084.71</b>
<b>Financial liabilities*</b>				
Borrowings (current)	Amortised Cost	21	-	200.00
Trade payables	Amortised Cost	22	297.18	489.37
Other financial liabilities (current)	Amortised Cost	19	686.50	110.61
<b>Total financial liabilities</b>			<b>983.68</b>	<b>799.98</b>

\*Excluding lease liabilities

\*\* Fair value through profit and loss

#### 39.2 Fair value hierarchy

The fair value measurement of the Group's financial and non-financial assets and liabilities utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurements are categorised into different levels based on how observable the inputs used in the valuation technique utilised are (the 'fair value hierarchy'):

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Financial assets measured at fair value - recurring fair value measurements	Hierarchy	Notes	As at March 31, 2025	As at March 31, 2024
Investments (Current and non-current)	Level 1	7	26,579.30	173.82
Income from options (Derivative)	Level 2	15	109.72	-

#### 39.3 Methods and assumptions

The management assessed that the fair value of cash and cash equivalents, trade receivables, other financial assets, trade payables, other financial liabilities and borrowings approximate the carrying amount largely due to short-term maturity of this instruments. There is an active market for the Company's quoted equity shares and quoted debt securities and fair value is based on quoted market prices.



NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

#### 40 OTHER REGULATORY INFORMATION

##### 40.1 Title deeds of immovable properties not held in name of the Company

The Company did not own any immovable properties for the year ended March 31, 2025.

##### 40.2 Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder for the year ended March 31, 2025.

##### 40.3 Borrowings secured against current assets

The Company has borrowings from banks or financial institutions on the basis of security of current assets.

##### 40.4 Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority for the year ended March 31, 2025.

##### 40.5 Relationship with struck off companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 for the year ended March 31, 2025.

##### 40.6 Registration of charges or satisfaction with Registrar of Companies

The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies (ROC) beyond the statutory year for the year ended March 31, 2025.

##### 40.7 Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under Sec 2(85) the Companies Act, 2013 for the year ended March 31, 2025.

##### 40.8 Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current year or previous financial year for the year ended March 31, 2025.

##### 40.9 Utilisation of borrowed funds and securities premium:

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies) for the year ended March 31, 2025, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- 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.

##### 40.10 Undisclosed income

There is no income surrendered or disclosed as income for the year ended March 31, 2025 in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

##### 40.11 Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency for the year ended March 31, 2025.

##### 40.12 Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken for the year ended March 31, 2025.

##### 40.13 Core investment companies (CIC)

The Company does not have any CICs which are registered/required to be registered with the Reserve Bank of India for the year ended March 31, 2025.

## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### 41. RATIO ANALYSIS

S.No.	Ratio	Formula	Year ended March 31, 2025		Year ended March 31, 2024		Ratio as on March 31, 2025		Variation	Reason (If variation is more than 25%)
			Numerator	Denominator	Numerator	Denominator	Year ended March 31, 2025	As at March 31, 2024		
(a)	Current ratio	Current assets <sup>(i)</sup> /Current liabilities <sup>(ii)</sup>	45,873.14	1,589.66	3,085.89	1,178.02	28.86	2.62	1001.61%	Due to new investments made in Bonds & Mutual funds and due to loan given to Innomech
(b)	Debt-equity ratio	Total debt <sup>(iii)</sup> /Shareholder's equity	1,268.55	52,318.82	304.09	2,647.52	0.02	0.11	(78.89%)	Due to premium received on fresh issue of equity shares
(c)	Debt service coverage ratio	Earnings available for debt service <sup>(iv)</sup> /Debt service <sup>(v)</sup>	2,206.49	(165.51)	226.20	244.04	(13.33)	0.93	(1,538.29%)	Due to reduction in Borrowings in the current financial Year & due to increase in return on investments made.
(d)	Return on equity ratio	Profit after tax/Average shareholder's equity	1,908.16	27,483.17	242.50	2,513.69	0.07	0.10	(28.03%)	Due to Increase in the average equity of the organisation
(e)	Inventory turnover ratio	COGS/Average inventory	1,066.48	664.25	965.00	510.87	1.61	1.89	(15.00%)	
(f)	Trade receivables turnover ratio	Net credit sales/Average trade receivables	4,244.58	482.00	3,069.97	839.70	8.81	3.66	140.87%	Due to better payment terms and relations with our customers.
(g)	Trade payables turnover ratio	Net credit purchases/Average trade payables	1,159.56	393.28	1,229.56	367.47	2.95	3.35	(11.88%)	
(h)	Net capital turnover ratio	Net sales/Working capital	4,244.58	44,283.48	3,069.97	1,907.86	0.10	1.61	(94.04%)	Due to new investments made in Bonds & Mutual funds from premium received on issue of fresh equity.
(i)	Net profit ratio	Net profit/Net sales	1,908.16	4,244.58	242.50	3,069.97	0.45	0.08	469.11%	Due to increase in return on investments made (Other income).
(j)	Return on capital employed	EBIT/Capital employed <sup>(vi)</sup>	2,686.03	53,415.65	363.82	2,647.52	0.05	0.14	(63.41%)	Due to premium received on fresh issue of equity shares
(k)	Return on investment	Other income (excluding dividend)/Average cash and cash equivalents and other marketable securities	2,149.68	20,228.41	225.02	307.03	0.11	0.73	(85.50%)	Due to new investments made in Bonds & Mutual funds from premium received on issue of fresh equity.

#### Footnote:

- (i) Current assets = Inventories + Trade receivables + Cash and cash equivalents + Bank balances other than cash and cash equivalents + Other financial assets + Other current assets + Current tax assets
- (ii) Current liabilities = Current borrowings + Trade payables + Other financial liabilities + Current tax (liabilities) + Provisions + Other current liabilities + Current lease liabilities
- (iii) Total debts = Non-current borrowings + Current borrowings + Current maturities of long-term borrowings + Non-current lease liabilities + Current lease liabilities
- (iv) Earnings for debt Service = Net Profit after taxes + Non-cash operating expenses + Interest (including interest on security deposits)
- (v) Debt service = Principal payment of leases + Principal repayment of borrowings + Interest payment on leases + Interest payment on borrowings
- (vi) Capital employed = Tangible net worth + Total debt + Deferred tax liability





## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### 42 CAPITAL MANAGEMENT

The Company's objectives when maintaining capital are:

- (a) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (b) to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company sets the amount of capital it requires in proportion to risk. The Company manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company monitors capital on the basis of the net debt to capital ratio. Net debt is calculated as the total borrowings and lease liabilities less cash and cash equivalents. Capital includes all components of equity.

The debt-to-capital ratios were as follows:

	Note no	Year ended March 31, 2025	Year ended March 31, 2024
Total equity	(i)	52,318.82	2,647.52
Total debt		1,268.55	304.09
Less: Cash and cash equivalents		(14,037.01)	(514.30)
<b>Net debt</b>	(ii)	<b>(12,768.46)</b>	<b>(210.21)</b>
Debt-to-capital ratio	(ii)/(i)	(0.24)	(0.08)

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025, and March 31, 2024.

### 43 THE CODE ON SOCIAL SECURITY 2020

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which the Code becomes effective and the related rules to determine the financial impact are published.

### 44 ASSETS HYPOTHECATED AS SECURITY

The carrying amounts of assets hypothecated as security for current and non-current borrowings are:

	Note no	Year ended March 31, 2025	Year ended March 31, 2024
<b>Current assets</b>			
Inventories	11	710.79	617.71
Loans	8	380.00	-
Trade receivables	12	119.55	844.44
Cash and cash equivalents	13	14,037.01	514.30
Bank balances other than cash and cash equivalents	14	75.00	468.57
Other financial assets	15	3,583.68	12.94
Current tax assets (net)	23(a)	125.30	152.17
Other current assets	16	936.31	475.75
<b>Total current assets hypothecated as security</b>		<b>19,967.64</b>	<b>3,085.88</b>
<b>Total assets hypothecated as security</b>		<b>19,967.64</b>	<b>3,085.88</b>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

**45 COMMITMENTS AND CONTINGENT LIABILITIES**

	Year ended March 31, 2025	Year ended March 31, 2024
<b>a. Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for:		
Property plant and equipment	1,451.33	-
	<b>1,451.33</b>	<b>-</b>
<b>b. Contingent liabilities</b>		
Claims against the Company not acknowledged as debts		
Towards Goods and services taxes demand*	384.40	-
Corporate guarantees provided to subsidiary company	8,000.00	3,500.00
	<b>8,384.40</b>	<b>3,500.00</b>

\*The Company received an order under Section 73(9) of the KGST/CGST Act, 2017, dated February 17, 2025, following the completion of the GST audit. The order includes a demand of INR 384.40 Lakhs. Subsequently, the Company filed a request for rectification of the said order with the Deputy Commissioner of Commercial Taxes on May 15, 2025. The matter is currently pending before the concerned authority.

- 46** The Company has estimated INR3,814.30 Lakhs as IPO related expenses and allocated such expenses between the Company (INR1,908.90 Lakhs) and selling Shareholder (INR1,905.40 Lakhs) in proportion to the equity shares allotted to the public as fresh issue by the Holding Company and under the offer for sale by selling Shareholder respectively. The Company has received an amount of INR 23,091.10 Lakhs (net of IPO expenses of INR 1,908.90 Lakhs out of which INR 326.16 Lakhs remains un-utilised as on March 31, 2025) from proceeds out of fresh issue of equity shares. The utilisation of the net IPO proceeds is summarised below.

Objects of the issue as per prospectus	Amount proposed in offer document	Actual net proceeds	Amount utilised till March 31, 2025	Amount remains un-utilised as on March 31, 2025
Funding of capital expenditure for expansion through purchase of machineries and equipment by Company;	3,636.60	3,636.60	2,474.92	1,161.68
Funding working capital requirements of Company;	2,528.50	2,528.50	-	2,528.50
<b>Investment in Material Subsidiary for:</b>				
a) Funding of capital expenditure for expansion through purchase of machineries and equipment;	4,389.10	4,389.10	2,840.28	1,548.82
b) Funding its working capital requirements; and	4,471.50	4,471.50	-	4,471.50
c) Repayment/prepayment, in full or part, of certain borrowings;	4,000.00	4,000.00	-	4,000.00
General corporate purposes	4,065.40	4,065.40	943.07	3,122.33
<b>Net Proceeds</b>	<b>23,091.10</b>	<b>23,091.10</b>	<b>6,258.27</b>	<b>16,832.83</b>



## NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)

(All amounts in INR Lakhs, unless otherwise stated)

### 46 SEGMENT REPORTING

- (a) The Company operates in a single segment, specifically the “manufacture and sale of tooling and components for the aerospace sector.” The information provided to the Chief Operating Decision Maker (CODM) for resource allocation and performance assessment is focused on this segment. Consequently, the figures presented in these Standalone Financial Statements pertain solely to this operating segment.
- (b) Refer to note 25.1 for breakup of the Company’s revenue by primary geographical market.
- (c) During the year ended 31 March 2025, revenue from operations of three customers represented approximately - 70.33% (March 31, 2024: three, 78.14%) customers represented approximately 34.14% (March 31, 2024: 35.26%), 23.01% (March 31, 2024: 28.38%) and 13.18% (March 31, 2024: 14.50%) of the Company’s revenue from operations respectively.

### 47 SUBSEQUENT EVENTS

At its meeting held on February 14, 2025, the Board of Directors approved and recommended the ratification of Employee Stock Option Plan scheme (ESOP’s) 2024 to the shareholders. The proposal was subsequently approved by the shareholders on March 25, 2025 through Postal Ballot remote e-voting. Further, the nomination and remuneration committee, on May 13, 2025 approved granting of 98,526 shares to eligible employees of holding company and subsidiary companies.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as  
Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner

Membership No: 233552

Place: Bengaluru  
Date: May 27, 2025

**Anil Puttan Kumar**  
Chairman and Managing Director

DIN: 07683267

Place: Bengaluru  
Date: May 27, 2025

**Ramakrishna Kamojhala**  
Whole-time Director and Chief Financial Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025

# INDEPENDENT AUDITOR'S REPORT

**To the Members of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited)**

**Report on the Audit of the Consolidated Financial Statements**

## OPINION

We have audited the accompanying consolidated financial statements of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company, and its subsidiaries together referred to as "the Group"), and its associate company which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of reports of other auditor on separate financial statements and on the other financial information of subsidiary, and associate company, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of their consolidated state of affairs of the Group and its associate company as at March 31, 2025, of consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

## BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, and its associate company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial

statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI"), and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and on consideration of audit reports of other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion.

## KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Refer Note 2.2 of Consolidated Financial Statements with respect to the accounting policies followed by the Company for recognizing revenue.

The Company's revenue is derived primarily from sale of goods. Revenue from sale of goods is recognised when control of the products sold is transferred to the customer and there are no longer any unfulfilled performance obligations. The performance obligations in the contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Inappropriate assessment could lead to risk of revenue being recognized before transfer of control.

In view of the above and since revenue is a key performance indicator of the Company, we have identified timing of revenue recognition from sale of goods as a key audit matter.

Our audit procedures in respect of this area included:

1. Assessed the appropriateness and consistency of the Company's revenue recognition accounting policies as per Ind AS 115 "Revenue from Contracts with Customers" ("Ind AS 115").
2. Obtained an understanding and assessed the design, implementation, and operating effectiveness of controls over recognition and measurement of revenue in accordance with customer contracts, including timing of revenue recognition.
3. Performed substantive testing by selecting samples of revenue transactions recorded during the year and verifying with the underlying documents like sales invoices/contracts and related logistics documents.



## INDEPENDENT AUDITORS' REPORT (CONTD.)

4. Performed three-way match for the sales using documents which include purchase orders from customers, invoice and proof of deliveries (shipping bills for international sales and e-way bills etc for domestic sales).
5. Performed the cut-off testing of the revenue recorded in the appropriate period and traced the sales with gate outward register, invoices and e-waybills/shipping bills to confirm the appropriateness of recognition of revenue for that period in the books of accounts.
7. Obtained management representation that revenue has been recorded as per the requirements of Ind AS 115.
8. Evaluated the appropriateness of the disclosures made in the Consolidated Financial Statements in relation to revenue recognised as per relevant accounting standards.

#### INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Management report, Chairman's statement, Director's report, Business Responsibility and Sustainability Reporting etc but does not include the consolidated financial statements and our auditor's report thereon, which we obtained prior to the date of this auditor's report, and the Management report, Chairman's statement, Director's report, Business Responsibility and Sustainability Reporting etc, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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 BOARD OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group including and its associate company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its associate company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and of its associate company for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associate company are responsible for assessing the ability of the Group and of its associate company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate company are responsible for overseeing the financial reporting process of each company.



## INDEPENDENT AUDITORS' REPORT (CONTD.)

### AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing ("SAs") will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Consolidated Financial Statements.

#### Other Matters:

- a. The consolidated financial statements include the Group's share of net loss (including total other comprehensive income) of Rs. 6.56 lakhs for the period from November 19, 2024 (date of investment) to March 31, 2025, as considered in the consolidated financial statements, in respect of one associate company, 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 financial statements, in so far as it relates to the amounts and disclosures included in respect of this associate company, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate company, is based solely on the reports of the other auditor.

Our opinion is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor.

- b. We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets of Rs. Nil as at March 31, 2025, total revenues of Rs. Nil and net cash flows amounting to Rs. Nil for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/loss (including other comprehensive income) of Rs. Nil for the period from May 29, 2024 (date of investment) to March 31, 2025. These financial statements are unaudited and have been furnished to us by the Management and our opinion

on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial statements is not modified in respect of the above matter.

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the associate company referred to in the Other Matters section above we report, to the extent applicable, that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and 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 Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, none of the directors of the Group companies, are 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 internal financial controls with reference to consolidated financial



## INDEPENDENT AUDITORS' REPORT (CONTD.)

statements 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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associate company— Refer Note 46 to the consolidated financial statements.

ii. The Group, and its associate company have long-term contracts for which there were no material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, and associate company

iv. (1) The respective Managements of the Holding Company, its subsidiaries and associate company which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such associate company respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries and associate company to or in any other person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that such parties shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries and associate company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(2) The respective Managements of the Holding Company and its subsidiaries and associate company which are companies incorporated in India whose financial statements

have been audited under the Act have represented to us and the other auditors of such associate company respectively that, to the best of their knowledge and belief, no funds have been received by the Holding Company or any of such subsidiaries and associate company from any person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Holding Company or any of such subsidiaries and associate company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(3) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the associate company which are companies incorporated in India whose financial statements have been audited under the Act, and according to the information and explanations provided to us by the Management of the Holding company in this regard nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.

v. The Company has neither declared nor paid any dividend during the year.

vi. Based on our examination, the Holding Company, subsidiary company and associate company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail feature has been operated throughout the year for all transactions recorded in the accounting software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail of prior year has been preserved by Holding Company, subsidiary company and associate company as per the statutory requirements for record retention.

2. In our opinion, according to information, explanations given to us, the remuneration paid by the Group and its

## INDEPENDENT AUDITORS' REPORT (CONTD.)

associate company to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

3. According to the information and explanations given to us, the details of Qualifications remarks made by the respective auditors of the subsidiary and associate in the Companies (Auditor's Report) Order 2020 (CARO) Reports issued till the date of our audit report for the companies included in the consolidated financial statements are as follows:

Sr. No	Name of the Company	CIN	Type of Company (Holding/ Subsidiary/Associate)	Clause number of the CARO Report which is qualified or Adverse
1	Innomech Aerospace Toolings Private Limited	U29200KA2018PTC118006	Subsidiary	vii (b)

For **M S K A & Associates**  
Chartered Accountants  
ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**  
Partner  
Membership No. 233552  
UDIN: 25233552BMJHQH6772

Place: Bengaluru  
Date: May 27, 2025



## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

ON EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (FORMERLY KNOWN AS UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED)

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors.
- Conclude on the appropriateness of the management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**

Chartered Accountants

ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**

Partner

Place: Bengaluru

Date: May 27, 2025

Membership No. 233552

UDIN: 25233552BMJHQH6772

## ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (FORMERLY KNOWN AS UNIMECH AEROSPACE AND MANUFACTURING PRIVATE LIMITED)

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) on the consolidated Financial Statements for the year ended March 31, 2025]

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

#### OPINION

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls reference to consolidated financial statements of Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) (hereinafter referred to as "the Holding Company") which includes the internal financial controls over financial reporting of the Holding Company's and its subsidiary companies (the Holding Company and its subsidiaries together referred to as "the Group"), and its associate company, which are companies incorporated in India, as of that date.

In our opinion, and to the best of our information and according to the explanations given to us, the Group which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal financial controls with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

#### MANAGEMENT'S AND BOARD OF DIRECTOR'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Management and the Board of Directors of the Group and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business,

including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Group and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Group and its associate company, which are companies incorporated in India.





## ANNEXURE B TO INDEPENDENT AUDITORS' REPORT (CONTD.)

**MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS**

A Company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 consolidated financial statements.

Place: Bengaluru  
Date: May 27, 2025

**INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**OTHER MATTER**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one associate company which is company incorporated in India, is based on the corresponding reports of the auditors of such company incorporated in India. Our opinion is not modified in respect of this matter.

For **M S K A & Associates**  
Chartered Accountants  
ICAI Firm Registration No. 105047W

**Pankaj S Bhauwala**  
Partner  
Membership No. 233552  
UDIN: 25233552BMJHQH6772

# CONSOLIDATED BALANCE SHEET

AS AT MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	As at March 31, 2025	As at March 31, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	14,278.41	4,507.22
Right-of-use assets	6	1,779.38	628.42
Capital work-in-progress	4	501.68	2.38
Intangible assets	5	159.21	1,056.24
Financial assets			
Investments	7	493.42	-
Other financial assets	8	167.50	87.81
Deferred tax assets (net)	34.3	-	56.24
Other non-current assets	9	2,788.51	850.95
<b>Total non-current assets</b>		<b>20,168.11</b>	<b>6,197.14</b>
<b>Current assets</b>			
Inventories	10	1,974.67	1,973.23
Financial assets			
Investments	7	33,857.69	-
Trade receivables	11	5,498.30	4,684.28
Cash and cash equivalents	12	14,176.94	717.77
Bank balances other than cash and cash equivalents	13	75.00	468.57
Other financial assets	14	3,591.02	1,967.96
Income tax assets (net)	22(a)	248.36	395.78
Other current assets	15	1,135.38	1,101.01
<b>Total current assets</b>		<b>60,557.36</b>	<b>11,308.60</b>
<b>Total assets</b>		<b>80,725.47</b>	<b>17,505.74</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	16	2,542.84	2,200.26
Other equity	17	64,347.88	8,658.87
<b>Total equity</b>		<b>66,890.72</b>	<b>10,859.13</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	20 (a)	3,417.63	1,251.76
Lease liabilities	6	1,036.59	-
Provisions	19	83.81	-
Deferred tax liabilities (net)	34.3	55.16	-
<b>Total non-current liabilities</b>		<b>4,593.19</b>	<b>1,251.76</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	20 (b)	3,744.24	1,633.74
Lease liabilities	6	231.96	104.09
Trade payables	21		
- Total outstanding dues of micro enterprises and small enterprises; and		455.86	233.24
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,154.19	1,033.04
Other financial liabilities	18	2,669.88	336.72
Provisions	19	806.17	1,757.08
Current tax liabilities (net)	22(b)	16.28	228.96
Other current liabilities	23	162.98	67.98
<b>Total current liabilities</b>		<b>9,241.56</b>	<b>5,394.85</b>
<b>Total liabilities</b>		<b>13,834.75</b>	<b>6,646.61</b>
<b>Total equity and liabilities</b>		<b>80,725.47</b>	<b>17,505.74</b>

The accompanying notes form an integral part of the consolidated balance sheet

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as**  
**Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner  
Membership No: 233552

**Anil Puttan Kumar**  
Chairman and Managing Director  
DIN: 07683267

**Ramakrishna Kamojhal**  
Whole-time Director and Chief Financial Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025

Place: Bengaluru  
Date: May 27, 2025

Place: Bengaluru  
Date: May 27, 2025



# CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Note No.	Year ended March 31, 2025	Year ended March 31, 2024
<b>INCOME</b>			
Revenue from operations	24	24,292.58	20,877.51
Other income	25	2,476.67	501.04
<b>Total income</b>		<b>26,769.25</b>	<b>21,378.55</b>
		<b>1,056.24</b>	
<b>EXPENSES</b>			
Cost of materials consumed	26	5,392.33	4,812.19
Purchases of stock-in-trade		-	60.77
Changes in inventories of stock-in-trade, finished goods and work-in-progress	28	(88.12)	(497.08)
Subcontracting charges	29	2,135.49	2,691.45
Employee benefits expense	30	4,601.08	3,243.91
Finance costs	31	437.05	323.34
Depreciation and amortisation expense	32	1,056.23	446.46
Other expenses	33	3,045.65	2,647.63
<b>Total expenses</b>		<b>16,579.71</b>	<b>13,728.67</b>
<b>Profit before tax for the year</b>		<b>10,189.54</b>	<b>7,649.88</b>
<b>Income tax expense</b>	<b>34</b>		
Current tax			
Tax expense for the current year		1,606.93	1,545.70
Tax expense pertaining to earlier years		114.15	289.51
Deferred tax		116.24	1.36
<b>Total income tax expense</b>		<b>1,837.32</b>	<b>1,836.57</b>
Profit before share of profit/loss of associate entity for the period		8,352.22	5,813.31
Share of loss from associate entity		(6.56)	-
<b>Profit after tax for the year</b>		<b>8,345.66</b>	<b>5,813.31</b>
<b>Other comprehensive income</b>			
Item that will not be reclassified to profit or loss			
Remeasurements of post-employment defined benefit plans	35b(iii)	(96.81)	(11.58)
Income tax relating to the above item		4.94	2.91
<b>Other comprehensive income for the year</b>		<b>(91.87)</b>	<b>(8.67)</b>
<b>Total comprehensive income for the year</b>		<b>8,253.79</b>	<b>5,804.64</b>
Earnings per equity share (Nominal value per equity share: INR 5 each)			
Basic (INR)		17.59	13.23
Diluted (INR)		17.59	13.23

The accompanying notes form an integral part of the consolidated statement of profit and loss.

As per our report of even date attached  
**For M S K A & Associates**  
 Chartered Accountants  
 Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited)**  
 CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
 Partner  
 Membership No: 233552

**Anil Puttan Kumar**  
 Chairman and Managing Director  
 DIN: 07683267

**Ramakrishna Kamojhala**  
 Whole-time Director and Chief Financial Officer  
 DIN: 07004517

Place: Bengaluru  
 Date: May 27, 2025

Place: Bengaluru  
 Date: May 27, 2025

Place: Bengaluru  
 Date: May 27, 2025

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>A. CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	10,189.54	7,649.88
Adjustments for:		
Depreciation and amortisation expense	1,056.24	446.46
Unrealised (gain)/loss on foreign currency transaction and translation	140.43	(121.88)
Expected credit loss allowance and liquidated damages	97.11	100.96
Provision for rework and warranty costs	74.47	133.22
Finance costs	437.05	323.34
Interest income	(1,323.44)	(160.82)
Income from options (Derivative)	(109.72)	-
Mark to Market (MTM) gain on Investments	(521.15)	-
Gain on account of lease modification	(18.15)	-
Provision no longer required written back	(94.52)	-
Profit on sale of property, plant and equipment	(2.73)	(10.35)
Profit on sale of investment	(204.69)	(0.20)
<b>Operating profit before working capital changes</b>	<b>9,720.44</b>	<b>8,360.61</b>
<b>Changes in working capital</b>		
Decrease/(increase) in inventories	(1.43)	(408.50)
Decrease/(increase) in trade receivables	(964.64)	(1,412.86)
Decrease/(increase) in other financial assets	(366.82)	(431.29)
Decrease/(increase) in other current assets	(33.58)	(753.89)
Decrease/(increase) in other non current assets	(2.79)	14.64
Increase/(decrease) in trade payables	350.45	542.17
Increase/(decrease) in other current liabilities	54.45	40.65
Increase/(decrease) in provisions	(1,052.44)	1,175.77
Increase/(decrease) in other financial liabilities	2,344.62	(12.29)
<b>Net changes in workings capital</b>	<b>327.82</b>	<b>(1,245.60)</b>
<b>Cash generated from operations</b>	<b>10,048.26</b>	<b>7,115.01</b>
Income taxes paid (net of refunds)	(1,907.23)	(2,427.91)
<b>Net cash flows from operating activities (A)</b>	<b>8,141.03</b>	<b>4,687.10</b>
<b>B. Cash flows from investing activities</b>		
Payments for acquisition of property, plant and equipment	(13,087.27)	(3,561.81)
Redemption/(Investment) of fixed deposit, net	(914.11)	(1,247.25)
Payments for acquisition of intangible assets	(126.24)	(65.77)
Proceeds from disposal of property, plant and equipment	10.00	42.00
Investment in associate	(499.98)	-
Investment in bonds, commercial paper and mutual funds	(37,844.13)	-
Proceeds from sale of bonds, commercial paper and mutual funds	5,036.41	1.20
Interest income	1,298.03	159.01
<b>Net cash flows used in investing activities (B)</b>	<b>(46,127.29)</b>	<b>(4,672.62)</b>
<b>C. Cash flows from financing activities</b>		
Proceeds of borrowings	11,590.93	5,565.79
Repayment of borrowings	(7,383.86)	(4,644.33)
Net proceeds from issue of equity share capital through private placement	24,298.25	-
Net proceeds from issue of equity share capital through initial public offering	23,479.55	-
Finance costs paid	(396.36)	(202.98)
Principal payments on lease liabilities	(91.72)	(84.76)



## CONSOLIDATED STATEMENT OF CASH FLOWS (CONTD.)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest payments on lease liabilities	(44.13)	(14.24)
Guarantee commission expenses	-	(105.00)
<b>Net cash flows from financing activities (C)</b>	<b>51,452.66</b>	<b>514.48</b>
<b>D. Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>13,466.40</b>	<b>528.96</b>
E. Cash and cash equivalents at the beginning of the year	717.77	187.56
F. Effects of exchange rate changes on cash and cash equivalents	(7.23)	1.25
<b>G. Cash and cash equivalents at the end of the year</b>	<b>14,176.94</b>	<b>717.77</b>
<b>Components of cash and cash equivalents (Refer note 12)</b>		
Balances with banks:		
In current accounts	175.33	422.91
In Exchange Earners' Foreign Currency accounts (EEFC)	30.18	194.47
In deposits with original maturity of less than three months	13,970.90	100.05
Cash on hand	0.53	0.34
<b>Total cash and cash equivalents at end of the year</b>	<b>14,176.94</b>	<b>717.77</b>

Refer to note 20 (d) for reconciliation of movements of liabilities to cash flows arising from financing activities.

## Notes:

- (i) The accompanying notes are an integral part of the consolidated statement of cash flows.
- (ii) The above Ind AS Statement of Cash Flows has been prepared under the indirect method as set out in Ind AS 7 - "Statement of Cash Flows" notified under section 133 of the Companies Act, 2013 ('the Act') read with Rule 4 of the Companies (Indian Accounting Standards) Rules 2015 (as amended) and the relevant provisions of the Act.
- (iii) Purchase of Property, plant and equipment and other intangibles represents additions to property, plant and equipment and other intangible assets adjusted for movement of capital advance and capital work-in-progress of (a) property, plant and equipment and (b) intangible assets.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as**  
**Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner

Membership No: 233552

Place: Bengaluru  
Date: May 27, 2025

**Anil Puttan Kumar**  
Chairman and Managing Director

DIN: 07683267

Place: Bengaluru  
Date: May 27, 2025

**Ramakrishna Kamojhala**  
Whole-time Director and Chief Financial Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

	Year ended March 31, 2025	
	No. of shares	Amount
<b>(A) EQUITY SHARE CAPITAL (NOTE 16)</b>		
<b>Equity shares of INR 5 each issued, subscribed and fully paid</b>		
Balance as at April 1, 2024	4,40,05,080	2,200.25
Add: Increase in shares due to private placement	36,67,090	1,056.24
Add: Increase in shares due to initial public offering	31,84,713	159.24
<b>Balance as at March 31, 2025</b>	<b>5,08,56,883</b>	<b>2,542.84</b>
<b>As at March 31, 2024</b>		
Balance as at April 1, 2023	1,04,230	104.23
Add: Increase in shares due to conversion of debentures	544	0.55
Add: Increase in shares due to share split	19,90,706	-
Add: Bonus issue during the year	4,19,09,600	2,095.48
<b>Balance as at March 31, 2024</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

## (B) OTHER EQUITY (NOTE 17)

As at March 31, 2025

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
<b>Balance as at April 1, 2024</b>	-	8,658.87	8,658.87
Profit for the year	-	8,345.66	8,345.66
Other comprehensive income for the year, net of tax	-	(91.87)	(91.87)
Premium received on issue of equity shares (Refer note 17.1)	49,657.43	-	49,657.43
Transaction cost on issue of private placement of equity shares (Refer note 17.1)	(701.75)	-	(701.75)
Transaction cost on issue of Initial Public Offering (IPO) of equity shares (Refer note 17.1)	(1,520.45)	-	(1,520.45)
<b>Balance as at March 31, 2025</b>	<b>47,435.23</b>	<b>16,912.65</b>	<b>64,347.88</b>

As at March 31, 2024

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
Balance as at April 1, 2023	-	4,780.07	4,780.07
Profit for the year	-	5,813.31	5,813.31
Other comprehensive income for the year, net of tax	-	(8.67)	(8.67)
Loss on derecognition of subsidiary	-	140.29	140.29
Premium collected on conversion of convertible debentures	29.35	-	29.35
Utilised towards issue of bonus shares	(29.35)	(2,066.13)	(2,095.48)
<b>Balance as at March 31, 2024</b>	<b>-</b>	<b>8,658.87</b>	<b>8,658.87</b>

The accompanying notes form an integral part of the consolidated statement of changes in equity.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as**  
**Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner  
Membership No: 233552

**Anil Puttan Kumar**  
Chairman and Managing Director  
DIN: 07683267

**Ramakrishna Kamojhala**  
Whole-time Director and Chief Financial Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025

Place: Bengaluru  
Date: May 27, 2025

Place: Bengaluru  
Date: May 27, 2025



# NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED MARCH 31, 2025

(All amounts in INR Lakhs, unless otherwise stated)

## 1 CORPORATE INFORMATION

Unimech Aerospace and Manufacturing Limited (formerly known as Unimech Aerospace and Manufacturing Private Limited) (hereafter referred to as the “Holding Company” or “Company”) was incorporated as a private limited company on August 12, 2016. The Company converted to a public limited company and changed its name to Unimech Aerospace and Manufacturing Limited pursuant to a shareholders’ resolution dated March 04, 2024 along with the issuance of a fresh certificate of incorporation dated June 21, 2024 (Company Identification No: L30305KA2016PLC095712). The registered office of the Company is located at 538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.

The Holding Company and its subsidiaries together referred to as “the Group” The Group consists of the following subsidiary entities:

- a) Innomech Aerospace Tooling Private Limited
- b) Unimech Global Manufacturing Solutions Inc.(With effect from May 29, 2024)

The Group specialises in manufacturing complex products, offering “build to print” and “build to specifications” services. This involves machining, fabrication, assembly, testing, and the creation of new products based on the specific requirements of the aerospace, defense, energy, and semiconductor industries. The products are characterised by their complexity and a “high-mix, low-volume” nature, focusing on high-precision items that are not mass-produced. The Group’s primary objective is to manufacture these products, tools, and components for use in the civil and defense aerospace sectors.

These consolidated financial statements were authorised for issue by the Board of Directors of the Company on May 27, 2025.

## 2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

These notes provide a list of the material accounting policies adopted in the preparation of this consolidated financial statements. These policies have been consistently applied to the period presented, unless otherwise stated.

### 2.1 Basis of preparation

#### (a) Compliance

These consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards (“Ind AS”) notified under the Companies (Indian Accounting Standards) Rules,

2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, Ind AS compliant Schedule III as applicable to the consolidated financial statements.

These consolidated financial statements once approved by the Board of Directors needs to be adopted by the shareholders at the annual general meeting of the Company. The Board of Directors can withdraw and re-issue the consolidated financial statements so adopted only in specific cases such as noncompliance with the applicable accounting standards, with the approval of Tribunal, after following the appropriate procedure as per Companies Act, 2013.

#### (b) Basis of measurement

The consolidated financial statements have been prepared on a historical cost basis, except for net defined benefit employee obligations which is measured at the present value of defined benefit obligation, certain financial assets at fair value [refer 2.2(o) accounting policy on financial instruments]

#### (c) Current versus non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the consolidated Ind AS balance sheet.

#### (d) Presentation currency and rounding off

All amounts disclosed in these consolidated financial statements are reported in Indian Rupees (INR) and have been rounded off to the nearest Lakhs (INR 1,00,000) except per share data and unless stated otherwise. Amounts mentioned as “0.00” in the denote amounts rounded off being less than rupees one thousand.

#### (e) Going concern

The Company has prepared these consolidated financial statements on the basis that it will continue to operate as a going concern basis.

#### (f) Recent accounting pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)  
(All amounts in INR Lakhs, unless otherwise stated)

to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

## 2.2 Summary of material accounting policies

### (a) Property, plant and equipment

Property, Plant and equipment are stated at cost. The cost includes the net of accumulated depreciation and accumulated impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the consolidated statement of profit and loss during the period in which they are incurred.

Advances paid towards the acquisition of property, plant and equipment outstanding at each consolidated balance sheet date is classified as capital advances under other non-current assets and the assets not put to use before such date are disclosed under 'Capital work-in-progress'.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Particulars	Useful life
Factory buildings	10 to 30 years
Plant, machinery and equipment	4 to 15 years
Furniture and fixtures	4 years
Computers	3 years
Office equipment	4 to 5 years
Vehicles	8 years
Leasehold improvements	Over useful life as per Schedule II or the remaining period of Lease term, whichever is lower

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of building, plant, machinery and equipment over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which

the assets are likely to be used. The residual values are not more than 5% of the original cost of the asset.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at end of each reporting period and adjusted prospectively, if appropriate.

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 on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss, when the asset is derecognised.

### (b) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets (Software) are amortised over the useful economic life of 3 years on straight line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortisation period and the amortisation method for an intangible asset are reviewed at the end of each reporting period.

### (c) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

### (d) Leases

The Company assesses at contract inception whether a contract is or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)  
(All amounts in INR Lakhs, unless otherwise stated)

short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**i) Right-of-use assets**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The right-of-use assets are also subject to impairment.

**ii) Lease Liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a

change in the assessment of an option to purchase the underlying asset.

**iii) Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**(e) Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

**Raw materials (Including packing materials):** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average method.

**Finished goods and work in progress:** Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted average method.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**Stores and spares:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition and charged to Consolidated Statement of Profit and Loss on purchase.

**(f) Impairment of non-financial assets**

The Company assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)  
(All amounts in INR Lakhs, unless otherwise stated)

for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

**(g) Foreign currencies**

The Company's consolidated financial statements are presented in INR, which is also the Company's functional currency.

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

**(h) Revenue from contract with customers**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue from sale of products is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the equipment and sale of services is recognised at the point in time by measuring the progress towards complete satisfaction of performance obligations during the reporting period.

Revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits simultaneously.

Revenue is measured at transaction price (net of variable consideration, if any). The transaction price is the consideration received or receivable and is reduced by rebates, allowances and taxes and duties collected on behalf of the government.

Revenue also includes adjustments made towards liquidated damages and price variations wherever applicable.

**(i) Export incentives**

Export incentives are recognised where there is reasonable assurance that the benefits will be received and all attachment conditions will be complied with export benefits on account of export promotion schemes are accrued and accounted in the period of export and are included in other operating revenue.

**(j) Government grants**

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

**(k) Taxes**

Tax expense comprises current tax expense and deferred tax.

**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.

**Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.





**NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)**  
(All amounts in INR Lakhs, unless otherwise stated)

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised 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 utilised.

The carrying amount of deferred tax assets is 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 utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised 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 at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items of other comprehensive income is recognised in other comprehensive income. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity which intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

**Minimum Alternative Tax :**

Minimum alternate tax (MAT) paid is charged to the Statement of Profit and Loss as current tax for the period. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the period in which the Company recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The

Company reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

**Tax holiday:**

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India, no deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period, to the extent the entity's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognised in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realised. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

**(I) Provisions**

**General**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

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 recognised as a finance cost.

**Warranty provisions**

The Company provides warranties for general repairs of defects that existed at the time of sale, as required by law. Provisions related to these assurance-type warranties are recognised when the product is sold, or the service is provided to the customer. Initial recognition is based on historical experience. The

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initial estimate of warranty-related costs is revised annually.

**Provision towards liquidated damages**

Provision for liquidated damages against the Company are recognised in the consolidated financial statements based on the management's assessment of the probable outcome with reference to the available information supplemented by experience of similar transactions and contracts with customer.

**(m) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

The Company operates a defined benefit gratuity plan in India. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, are recognised immediately in the Consolidated Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Accumulated leave, which is expected to be utilised within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognises expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred. The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

Longevity bonus liability is accrued for certain class of key managerial persons, as may be decided by the Board from time to time to recognise their immense

contribution in driving the organisation, and payable upon their resignation or exit from the Company or substantial changes in the composition of the Company's Board. Amount to be payable is calculated based on latest remuneration of the year multiplied by number of years. Longevity bonus is recognised as liability at the present value of the defined benefit obligation using actuarial valuation at the Consolidated Balance Sheet date.

**(n) Fair value measurement**

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 Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised 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
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

**(o) 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.

**Financial assets**

**(i) Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through consolidated statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Financial assets are classified at the initial recognition



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as financial assets measured at fair value or as financial assets measured at amortised cost.

**(ii) Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in two broad categories:

- (a) Financial assets at amortised cost
- (b) Financial assets at fair value

Where assets are measured at fair value, gains and losses are either recognised entirely in the consolidated Statement of Profit and Loss (i.e. fair value through consolidated Statement of Profit and Loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

**(a) Financial assets carried at amortised cost**

A financial assets that meets the following two conditions is measured at amortised cost (net of Impairment) unless the asset is designated at fair value through consolidated Statement of Profit and Loss under the fair value option

- (i) Business Model test: The objective of the Group's business model is to hold the financial assets to collect the contractual cash flow (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).
- (ii) Cash flow characteristics test: The contractual terms of the financial assets give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding.

**(b) (i) Financial assets at fair value through other comprehensive income**

Financial assets is subsequently measured at fair value through other comprehensive income if it is held with in a business model whose objective is achieved by both collections contractual cash flows and selling financial assets and the contractual terms of the financial assets give rise on specified dated to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-byinstrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the consolidated statement of profit and loss.

**(ii) Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories is subsequently fair valued through statement of profit and loss.

**(iii) Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised when:

- (a) The rights to receive cash flows from the asset have expired, or
- (b) 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 recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects

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the rights and obligations that the Group has retained. The Group discloses analysis of the gain or loss recognised in the consolidated statement of profit and loss arising from the derecognition of financial assets measured at amortised cost, showing separately gains and losses arising from derecognition of those financial assets.

**(iv) Impairment of financial assets**

The Group assesses impairment based on expected credit losses (ECL) model for the following:

- (a) Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.
- (b) The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables and contract assets.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group recognises an allowance for ECL for all debt instruments not held at fair value through consolidated profit or loss. ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECL are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial

recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. In determining the allowances for doubtful trade receivables, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the 12 months 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.

The Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.



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As a practical expedient, the Group uses the provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historical observed default rates over the expected life of the trade receivables and its adjusted forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forwardlooking estimates are analysed.

ECL impairment loss allowance (or reversal) during the period is recognised as other expense in the of consolidated statement of pofit and loss.

#### Financial liabilities

(i) Initial recognition and measurement  
All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, lease liabilities and derivative financial instruments.

(ii) Subsequent measurement  
The measurement of financial liabilities depends on their classification, as described below:

(a) Financial liabilities at fair value through consolidated 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. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

(b) Gains or losses on liabilities held for trading are recognised in the consolidated profit or loss  
Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at

the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognised in OCI. These gains/loss are not subsequently transferred to P&L. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss.

(c) Loans and borrowings After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate method.

(iii) Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through consolidated profit or loss.

(iv) Derecognition

(a) A financial liability is derecognised 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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

(b) Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due



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in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

**Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(p) Cash and cash equivalents**

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

**(q) Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**(r) Other income**

Interest income from financial assets at FVTPL is disclosed as interest income within other income.

Interest income on financial assets at amortised cost and financial assets at FVOCI is recognised in consolidated statement of profit and loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired.

**(s) Investment in associate entity**

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. Significant influence is generally presumed when the Company holds 20% or more of the voting power of the investee, directly or indirectly, unless it can be clearly demonstrated otherwise.

**Recognition and Initial Measurement :**

Investment in associates is initially recognised at cost, which includes the purchase price and any directly attributable transaction costs.

**Subsequent Measurement :**

Subsequent to initial recognition, the investment in an associate is accounted for using the equity method. Under the equity method:

The investment is initially recognised at cost.

The carrying amount is adjusted to recognise the investor's share of the consolidated profit or loss of the associate after the date of acquisition.

The investor's share of the associate's profit or loss is recognised in the investor's consolidated statement of profit and loss.

Distributions received from the associate reduce the carrying amount of the investment. Adjustments are also made for changes in the investor's proportionate interest in the associate arising from changes in the associate's other comprehensive income (OCI). Such changes are recognised in the investor's OCI.

**2.3 Critical accounting estimates and judgements**

The Company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that



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have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

**(i) Revenue recognition – estimating variable consideration**

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

**(ii) Leases - estimating the incremental borrowing rate (IBR)**

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the Company's credit rating).

**(iii) Provision for expected credit losses (ECLs) of trade receivables and contract assets**

The Company uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for its customer segments that have similar loss patterns. The provision matrix is initially based on the Company's historical observed default rates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and

forecast of economic conditions may also not be representative of customer's actual default in the future.

**(iv) Defined benefit plan (post-employment gratuity)**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**(v) Useful lives of property, plant and equipment and intangible assets**

Management reviews its estimate of the useful lives of property, plant and equipment and intangible assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment, right of use assets and intangible assets.

**(vi) Provision for warranties**

The Company's product warranty obligations and estimations thereof are determined using historical information of claims received up to the period end and the management's estimate of further liability to be incurred in this regard during the warranty period, computed on the basis of past trend of such claims.

**(vii) Deferred tax assets**

Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimising measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

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**3 PROPERTY, PLANT AND EQUIPMENT**

Description	Factory buildings	Plant, machinery and equipment	Furniture and fixtures	Computers	Office equipment	Vehicles	Leasehold improvements	Total
<b>Gross block</b>								
<b>Balance as at April 1, 2023</b>	<b>919.38</b>	<b>1,307.17</b>	<b>61.82</b>	<b>55.98</b>	<b>57.56</b>	<b>6.98</b>	<b>15.30</b>	<b>2,424.19</b>
Additions (Includes transfer from CWIP)	784.03	1,773.18	18.07	36.00	6.96	88.81	11.56	2,718.61
Disposals	-	(48.25)	-	-	-	-	-	(48.25)
<b>Balance as at March 31, 2024</b>	<b>1,703.41</b>	<b>3,032.10</b>	<b>79.89</b>	<b>91.98</b>	<b>64.52</b>	<b>95.79</b>	<b>26.86</b>	<b>5,094.55</b>
Additions (Includes transfer from CWIP)	2,430.64	7,570.49	153.41	174.08	201.46	15.51	107.61	10,653.20
Adjustments	-	7.31	-	-	-	-	-	7.31
Disposals	-	(10.76)	-	-	-	-	-	(10.76)
<b>Balance as at March 31, 2025</b>	<b>4,134.05</b>	<b>10,599.14</b>	<b>233.30</b>	<b>266.06</b>	<b>265.98</b>	<b>111.30</b>	<b>134.47</b>	<b>15,744.30</b>
<b>Accumulated depreciation</b>								
<b>Balance as at April 1, 2023</b>	<b>41.16</b>	<b>158.90</b>	<b>15.51</b>	<b>15.56</b>	<b>19.62</b>	<b>0.97</b>	<b>15.30</b>	<b>267.02</b>
Depreciation charge for the year	51.34	217.46	16.11	24.80	17.66	7.66	1.64	336.67
Disposals	-	(16.36)	-	-	-	-	-	(16.36)
<b>Balance as at March 31, 2024</b>	<b>92.50</b>	<b>360.00</b>	<b>31.62</b>	<b>40.36</b>	<b>37.28</b>	<b>8.63</b>	<b>16.94</b>	<b>587.33</b>
Depreciation charge for the year	101.52	652.55	28.33	46.08	29.37	12.80	4.12	874.77
Adjustments	-	7.31	-	-	-	-	-	7.31
Disposals	-	(3.52)	-	-	-	-	-	(3.52)
<b>Balance as at March 31, 2025</b>	<b>194.02</b>	<b>1,016.34</b>	<b>59.95</b>	<b>86.44</b>	<b>66.65</b>	<b>21.43</b>	<b>21.06</b>	<b>1,465.89</b>
<b>Net block</b>								
<b>Balance as at March 31, 2024</b>	<b>1,610.91</b>	<b>2,672.10</b>	<b>48.27</b>	<b>51.62</b>	<b>27.24</b>	<b>87.16</b>	<b>9.92</b>	<b>4,507.22</b>
<b>Balance as at March 31, 2025</b>	<b>3,940.03</b>	<b>9,582.80</b>	<b>173.35</b>	<b>179.62</b>	<b>199.33</b>	<b>89.87</b>	<b>113.41</b>	<b>14,278.41</b>

Company paid INR 1,544.39 Lakhs towards land which has been allotted from Karnataka Industrial Areas Development Board ("KIADB") on July 7, 2024. Company does not have right or control over land considering physical possession of land is still not received from KIADB as at March 31, 2025 and the same is classified in capital advances refer note 9.



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### 3.1 Deemed Cost

On transition to Ind AS (April 1, 2022), the Company has elected to continue with the carrying value of property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

### 3.2 Contractual obligations

Refer to note 46 for details on contractual commitments for acquiring property, plant and equipment.

## 4 CAPITAL WORK-IN-PROGRESS (CWIP)

Particulars	Amount
<b>Balance as at April 1, 2023</b>	<b>3.97</b>
Additions during the period	2,327.57
Capitalisation during the year	(2,329.16)
<b>Balance as at March 31, 2024</b>	<b>2.38</b>
Additions during the year	10,919.78
Capitalisation during the year	(10,420.48)
<b>Balance as at March 31, 2025</b>	<b>501.68</b>

### 4.1 CWIP ageing schedule

As at March 31, 2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Plant, machinery and equipment	501.68	-	-	-	501.68
<b>Total</b>	<b>501.68</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>501.68</b>

As at March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Land	2.38	-	-	-	2.38
<b>Total</b>	<b>2.38</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2.38</b>

- 4.2** There are no projects as CWIP as at March 31, 2025 and March 31, 2024 whose completion is overdue or cost of which has exceeds in comparison to its original plan.
- 4.3** CWIP of INR 2,430.64 Lakhs has been capitalised under factory building, INR 7,534.30 Lakhs has been capitalised under plant, machinery and equipment, INR 107.61 Lakhs has been capitalised under lease hold improvement, INR 150.87 Lakhs has been capitalised under furniture and fixtures, INR 196.49 Lakhs has been capitalised under office equipment and INR 0.57 Lakhs has been capitalised under software during the year ended March 31, 2025, CWIP of INR 784.03 Lakhs has been capitalised under factory building, INR 1,530.57 Lakhs has been capitalised under plant, machinery and equipment, INR 14.56 Lakhs has been capitalised under furniture and fixtures during the year ended March 31, 2024.

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## 5 INTANGIBLE ASSETS

### 5.1 Gross block

Gross block	Software Amount
<b>Balance as at April 1, 2023</b>	<b>41.16</b>
Additions	65.77
Disposals	(12.50)
<b>Balance as at March 31, 2024</b>	<b>94.43</b>
Additions	126.25
Disposals	-
<b>Balance as at March 31, 2025</b>	<b>220.68</b>
<b>Accumulated amortisation</b>	<b>Software Amount</b>
<b>Balance as at April 1, 2023</b>	<b>18.93</b>
Amortisation for the year	16.84
Disposals	(5.46)
<b>Balance as at March 31, 2024</b>	<b>30.31</b>
Amortisation for the year	31.16
Disposals	-
<b>Balance as at March 31, 2025</b>	<b>61.47</b>
Net block	
Balance as at March 31, 2024	64.12
<b>Balance as at March 31, 2025</b>	<b>159.21</b>

### 5.2 Deemed cost

For the purpose of preparation of these consolidated financial statements, the Company has used the carrying value of its intangible assets recognised as of April 1, 2022 measured as per the Indian GAAP as its deemed cost as on April 1, 2022.

## 6 RIGHT-OF-USE ASSETS/LEASE LIABILITIES

For the purpose of Ind AS Financial Statements, the Company has adopted Ind AS 116, effective annual reporting period beginning April 1, 2021 and applied the standard to its leases, under modified retrospective transition method.

The Company has elected not to apply the requirements of Ind AS 116 "Leases" to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term except inflation adjustment.

The Company has lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Company's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised.





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**6.1 The carrying amount of right-of-use assets recognised and the movements during the period are as follows:**

Gross Block	Land	Buildings	Total
<b>As at April 1, 2023</b>	<b>559.67</b>	<b>320.11</b>	<b>879.78</b>
Additions/modifications during the year	-	11.44	11.44
<b>As at March 31, 2024</b>	<b>559.67</b>	<b>331.55</b>	<b>891.22</b>
Additions/modifications during the year	-	1,301.27	1,301.27
<b>As at March 31, 2025</b>	<b>559.67</b>	<b>1,632.82</b>	<b>2,192.49</b>
<b>Accumulated amortisation</b>			
As at April 1, 2023	11.46	159.67	171.13
Amortisation for the year	5.73	85.94	91.67
As at March 31, 2024	17.19	245.61	262.80
Amortisation for the year (Note 6.3)	5.73	144.58	150.31
<b>As at March 31, 2025</b>	<b>22.92</b>	<b>390.19</b>	<b>413.11</b>
Net block			
Balance as at March 31, 2024	542.48	85.94	628.42
<b>Balance as at March 31, 2025</b>	<b>536.75</b>	<b>1,242.63</b>	<b>1,779.38</b>

**6.2 The carrying amount of lease liabilities recognised and the movements during the period are as follows:**

	Buildings	Total
<b>As at April 1, 2023</b>	<b>177.40</b>	<b>177.40</b>
Additions/Modifications during the year	11.45	11.45
Interest expense on lease liabilities (Note 6.3)	14.24	14.24
Payments during the year (Note 6.4)	(99.00)	(99.00)
<b>As at March 31, 2024</b>	<b>104.09</b>	<b>104.09</b>
Additions during the year	1,256.18	1,256.18
Interest expense on lease liabilities (Note 6.3)	44.13	44.13
Payments during the year (Note 6.4)	(135.85)	(135.85)
<b>As at March 31, 2025</b>	<b>1,268.55</b>	<b>1,268.55</b>
<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>
Non-current	1,036.59	-
Current	231.96	104.09
	<b>1,268.55</b>	<b>104.09</b>

**6.3 The following are the amounts recognised in consolidated statement of profit and loss:**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest expense on lease liabilities (Refer note 31)	44.13	14.24
Amortisation of right-of-use assets (Refer note 32)	150.31	91.67
	<b>194.44</b>	<b>105.91</b>

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#### 6.4 Amounts recognised in the consolidated statement of cash flows

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Total cash outflows with respect to leases	135.85	99.00
<b>Total</b>	<b>135.85</b>	<b>99.00</b>

#### 6.5 Right-of-use assets hypothecated as security

Refer to note 45 for information on right-of-use assets hypothecated as security by the Group.

**6.6** In right-of-use assets, the group has taken land on lease from Karnataka Industrial Area Development Board (KIADB) for a period of 99 years.

## 7 INVESTMENTS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-current investments</b>		
<b>Investment in associate</b>		
<b>At amortised cost</b>		
<b>Unquoted Compulsory Convertible Preference Shares</b>		
Dheya Engineering Technologies Private Limited (Refer Note 7.1)	493.42	-
2,387 Compulsory convertible preference shares of face value INR 10 each		
<b>Total</b>	<b>493.42</b>	<b>-</b>
<b>Current investments</b>		
<b>Investments (quoted)</b>		
<b>Investments at fair value through profit and loss</b>		
Bonds and commercial paper	25,474.97	-
Mutual funds	8,382.72	-
<b>Total</b>	<b>33,857.69</b>	<b>-</b>
<b>Total investments (Quoted and unquoted)</b>	<b>34,351.11</b>	<b>-</b>
Current	33,857.69	-
Non - current	493.42	-
<b>Total investment (Quoted and unquoted)</b>	<b>34,351.11</b>	<b>-</b>
<b>Aggregate book value of:</b>		
Quoted investments	33,857.69	-
Unquoted investments	493.42	-
<b>Aggregate fair market value of:</b>		
Quoted investments	33,857.69	-
Unquoted investments	493.42	-
Aggregate amount of impairment in value of investments	-	-

#### 7.1 Investments in associate:

During the year ended March 31, 2025, pursuant to approval by the Board of Directors, the Company entered into a Share Subscription and Shareholders Agreement ("SSHA") with Dheya Engineering Technologies Private Limited ("Dheya") for the subscription of Compulsory Convertible Preference Shares (CCPS). As of March 31, 2025, the Company has subscribed to and allotted 2,387 (16.94%) CCPS for a total consideration of INR 500 Lakhs. The terms of the SSHA also outline certain terms and rights including options to acquire additional CCPS in subsequent tranches. Accordingly, the Company has recognised the investment of INR 500 Lakhs as on March 31, 2025.



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The investments in associate is measured using the equity method. Set out below is the associate of the Company as at March 31, 2025. The entity listed below have share capital consisting of ordinary shares and preference shares, which are directly held by the Company. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of the voting rights held.

Name of the entity	Relationship with the entity	Principal place of business/country of Incorporation	Proportion of ownership interest held by the entity March 31, 2025	Proportion of ownership interest held by the entity March 31, 2024
Dheya Engineering Technologies Private Limited*	Associate	India	16.94%	NA

\*The primary business of Dheya Engineering Technologies Private Limited is design, development, manufacturing, sales and servicing of micro gas turbines.

The table below provide the reconciliation of the carrying amount of the Company's interest in the associate:

Particulars	As on date of Acquisition
Company's share in net assets of the associate as per Purchase price allocation report	38.28
Goodwill	461.70
<b>Carrying amount of the Company's interest in the associate</b>	<b>499.98</b>

**7.2** Refer note 38 for information about the Company's exposure to financial risks and refer note 39 fair value measurement.

## 8 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Non-current</b>		
<b>At amortised cost</b>		
<b>(Unsecured, considered good)</b>		
Security deposits	123.87	44.19
Deposit with original maturity greater than twelve months*	43.63	43.63
<b>Total other financial assets</b>	<b>167.50</b>	<b>87.82</b>

Refer to note 38 for information about the Company's exposure to financial risks.

\*Deposits held as margin money for guarantee issued

## 9 OTHER NON-CURRENT ASSETS

Particulars	As at March 31, 2025	As at March 31, 2024
<b>At amortised cost</b>		
<b>(Unsecured, considered good)</b>		
Capital advances*	2,785.72	850.95
Prepaid expenses	2.79	-
<b>Total other non-current assets</b>	<b>2,788.51</b>	<b>850.95</b>

\*Company paid INR 1,544.39 Lakhs towards land which has been allotted from Karnataka Industrial Areas Development Board ("KIADB") on July 7, 2024. Company does not have right or control over land considering physical possession of land is still not received from KIADB as at March 31, 2025.

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## 10 INVENTORIES

Particulars	As at March 31, 2025	As at March 31, 2024
<b>(At lower of cost or net realisable value)</b>		
Raw materials (including packing materials)*	40.14	126.82
Work-in-progress	1,905.39	1,716.95
Finished goods	29.14	129.46
<b>Total inventories</b>	<b>1,974.67</b>	<b>1,973.23</b>

\*Raw materials (including packing materials) includes Goods in Transit (GIT) amounting to INR 34.85 Lakhs  
(March 31, 2024 : 75.67 Lakhs)

### 10.1 Inventories hypothecated as security

Refer to note 45 for information on inventories hypothecated as security by the Company.

## 11 TRADE RECEIVABLES

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - unsecured	5,744.88	4,892.22
Less: Expected credit loss allowance (Note 38.3)	(93.95)	(35.47)
Less: Liquidated damages (Note 38.3)	(152.63)	(172.47)
<b>Trade receivables - net</b>	<b>5,498.30</b>	<b>4,684.28</b>

### 11.1 Trade receivables ageing schedule

As at March 31, 2025	Current						
	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	3,548.52	2,095.46	35.31	58.69	6.66	0.24	5,744.88
Undisputed trade receivables –which have significant increase in credit risk	-	-	-	-	-	-	
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	
Disputed trade receivables – considered good	-	-	-	-	-	-	
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	
Disputed trade receivables – credit impaired	-	-	-	-	-	-	
Sub total	3,548.52	2,095.46	35.31	58.69	6.66	0.24	5,744.88
Less: Expected credit loss allowance (Note 38.3)							(93.95)
Less: Liquidated damages (Note 38.3)							(152.63)
Total							5,498.30



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As at March 31, 2024	Current						
	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables – considered good	1780.50	3051.68	52.79	6.73	0.53	-	4892.22
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>Sub total</b>	<b>1,780.50</b>	<b>3,051.68</b>	<b>52.79</b>	<b>6.73</b>	<b>0.53</b>	<b>-</b>	<b>4,892.22</b>
Less: Expected credit loss allowance (Note 38.3)							(35.47)
Less: Liquidated damages (Note 38.3)							(172.47)
<b>Total</b>							<b>4,684.28</b>

**11.2** There are no trade receivables which are either due from directors or other officers of the Company either severally or jointly with any other person nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

**11.3** Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

**11.4** Refer to note 38 for information about the Company's exposure to financial risks.

**11.5** Refer to note 45 for information on trade receivables hypothecated as security by the Company.

**11.6** There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

## 12 CASH AND CASH EQUIVALENTS

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks:		
In current accounts	175.33	422.91
In Exchange Earners' Foreign Currency Accounts (EEFC)	30.18	194.47
In deposit with original maturity for less than three months	1,056.24	100.05
Cash on hand	0.53	0.34
<b>Total cash and cash equivalents</b>	<b>14,176.94</b>	<b>717.77</b>

Refer to note 45 for information on cash and cash equivalents hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.



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**13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Deposits with original maturity for more than three months but less than twelve months	-	446.25
Deposits held as margin money for guarantee issued	75.00	22.32
<b>Total bank balances other than cash and cash equivalents</b>	<b>75.00</b>	<b>468.57</b>

Refer to note 45 for information on bank balances other than cash and cash equivalents hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.

**14 OTHER FINANCIAL ASSETS**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Current</b>		
<b>(Unsecured, considered good)</b>		
<b>At amortised cost</b>		
Advances to employees	7.11	12.76
Interest accrued on deposits	171.58	-
Other receivables*	112.33	6.50
Advances to related parties (Note 37.3)	-	-
Deposits with remaining maturity less than twelve months	3,300.00	1,948.70
<b>Total other financial assets</b>	<b>3,591.02</b>	<b>1,967.96</b>

\* This includes forex card balance amounting 2.61 Lakhs (2024: 6.5 Lakhs) and Income from options (Derivative) amounting 109.72 Lakhs (2024: Nil)

Refer to note 45 for information on other current financial assets hypothecated as security by the Company and note 38 for information about the Company's exposure to financial risks.

**15 OTHER CURRENT ASSETS**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>(Unsecured, considered good)</b>		
Advances to suppliers	89.80	650.39
Capital receivables	-	-
Balances with government authorities	944.51	249.41
Advances to related parties (Note 40.3)	-	-
Prepaid expenses	72.31	59.46
Government incentives	28.76	-
Accrued income	-	-
Gratuity [Note 35(b)]	-	-
Other receivables (refer note 15.1)	-	141.75
<b>Total other current assets</b>	<b>1,135.38</b>	<b>1,101.01</b>

Refer to note 45 for information on other current assets hypothecated as security by the Company.

**15.1** During the year ended March 31, 2025, and March 31, 2024 the Company has incurred expenses towards proposed Initial Public Offering ("IPO") of its equity shares and the qualifying expenses attributable to the proposed issue of equity shares has been recognised as other current assets. The Company has recovered proportionate amount from its shareholders and the balance amount is netted off in securities premium account in accordance with as per Section 18 and Section 52 of the Companies Act, 2013, respectively, upon the shares being issued.



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## 16 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Authorised</b>				
Equity shares of INR 5 each (2024:INR 5 each )	6,00,00,000	3,000.00	6,00,00,000	3,000.00
	<b>6,00,00,000</b>	<b>3,000.00</b>	<b>6,00,00,000</b>	<b>3,000.00</b>
<b>Issued, subscribed and paid up</b>				
Equity shares of INR 5 each (2024:INR 5 each ) fully paid-up	5,08,56,883	2,542.84	4,40,05,080	2,200.26
<b>Total</b>	<b>5,08,56,883</b>	<b>2,542.84</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

### 16.1 Reconciliation of equity shares outstanding at the beginning and at the end of the Year

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	4,40,05,080	2,200.25	1,04,230	104.23
Add: Increase in shares due to conversion of debentures	-	-	544	0.55
Add: Increase in shares due to share split	-	-	19,90,706	-
Add: Bonus issue during the year	-	-	4,19,09,600	2,095.48
Add: Increase in shares due to private placement	36,67,090	183.35	-	-
Add: Increase in shares due to initial public offering	31,84,713	159.24	-	-
<b>Outstanding at the end of the year</b>	<b>5,08,56,883</b>	<b>2,542.84</b>	<b>4,40,05,080</b>	<b>2,200.26</b>

#### (a) Increase in authorised share capital and Sub-division/Split of equity shares

Pursuant to the Shareholders resolution dated December 23, 2023, the Company split 1,10,000 equity shares of INR 100 each divided into 22,00,000 equity shares of INR 5 each and increased authorised share capital of the Company from INR 110.00 Lakhs to INR 3,000.00 Lakhs by additional creation of 5,78,00,000 equity share of INR 5 each.

#### (b) Bonus issue of equity shares

Pursuant to the Shareholders resolution dated December 27, 2023, the Company has issued 4,19,09,600 equity shares having face value of INR 5 each by way of bonus issue to its shareholders by utilising an amount of INR 2,095.48 Lakhs from the balance in retained earnings and securities premium in the ratio of 1:20. The paid-up share capital of the Company has been increased to 4,40,05,080 equity shares of face value of INR 5 each as at March 31, 2024.

### 16.2 Rights, preferences and restrictions attached to shares

Equity shares have a face value of INR 5 each. Holder of equity shares is entitled to participate in dividends. The dividend proposed by the board of directors is subject to the approval of the shareholders in the annual general meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts and distribution will be in proportion to the number of equity shares held by the shareholders.

### 16.3 Equity shares held by holding/ultimate Holding Company and by their subsidiaries

No equity shares of the Company are held by its Holding Company or its ultimate holding company including shares held by subsidiaries of the holding company or the ultimate holding company.

### 16.4 Pursuant to the board meeting and share holders meeting held on July 03, 2024, the Company raised money by way of private placement of 36,67,090 equity shares of face value INR 5/- each at a price of INR 681.74/-per share (including a premium of INR 676.74 per share) aggregating to INR 25,000 Lakhs.

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**16.5** The equity shares of the Company were listed on the National Stock Exchange and Bombay Stock Exchange on December 31, 2024, following the completion of an Initial Public Offering (“IPO”) of 63,69,426 equity shares, with a face value of share INR 5/- each, at an issue price of INR 785 per equity share (which includes a share premium of INR 780 per equity share). This consisted of a fresh issue of 31,84,713 equity shares and an offer for sale of 31,84,713 equity shares.

**16.6** Equity shares allotted by the Company on August 19, 2024 has following terms attached to equity shares as per shareholders’ agreement dated July 16, 2024:

On July 16, 2024 the Company has entered into a Shareholders’ Agreement (“SHA”) with Valuequest Investment Advisors Private Limited, Steadview Capital Mauritius Limited and Evolvence Fund India IV Limited (together referred as “Investors”), pursuant to their investment in equity shares of the Company of INR 25,000 Lakhs (“investor equity shares”).

The SHA provides certain rights to the Investors including exit rights and buy back rights. In the event the Company is unable to provide an exit to the Investors by way of an Initial Public Offer (“IPO”) within a certain timeline, the Company shall provide an exit to the Investors by way of third party sale or Company or promoter buyback or a combination thereof on or before March 31, 2028 (“Exit date”) in the manner set out in the SHA. The buy back rights of the Investors shall cease to be in effect on and from the date on which the Company files its Draft Red Herring Prospectus (“DRHP”) in connection with its proposed IPO, but shall be made effective again in the event the Draft Red Herring Prospectus so filed is withdrawn with no intention of refiling the same.

Pursuant to the filing of its DRHP on August 19, 2024 by the Company, the buy back rights have become ineffective. Consequently, such investor equity shares meet the definition of an equity instrument as per Ind AS 32 Financial Instruments: Presentation and accordingly have been classified as equity from August 19, 2024.

Management has also assessed and concluded that there has not been any significant change in the fair value of the investor equity shares from the date of issue to the date of Draft Red Herring Prospectus filing, and therefore there is no impact to be recognised in the profit and loss.

**16.7 Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class
<b>Equity shares of INR 5 each fully paid-up</b>				
Anil Puttan Kumar	1,33,44,200	26.24%	1,33,44,200	30.32%
Ramakrishna Kamojhala	73,06,372	14.37%	78,79,620	17.91%
Mani Puttan	73,06,371	14.37%	78,79,620	17.91%
Preetham Venkatesh Shimoga	48,71,194	9.58%	52,53,360	11.94%
Rajanikanth Balaraman	<b>73,06,372</b>	<b>14.37%</b>	<b>78,79,620</b>	<b>17.91%</b>

**16.8 Aggregate number of shares issued pursuant to contract without payment being received in cash, for consideration other than cash, bonus shares allotted and shares bought back during the period of five years immediately preceding the reporting date**

There are no such shares issued, allotted or bought back during the period of five years immediately preceding the reporting date. Refer note 16.1 (b) for bonus equity shares issued.

**16.9 Shares reserved for issue under options and contracts or commitments of the sale of shares or disinvestment, including the terms and amounts**

There are no shares reserved for issue under any options and contracts or commitments of the sale of shares or disinvestment.



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**16.10 Details of equity shares held by promoters at the end of the Year**

Promoter name	As at March 31, 2025			As at March 31, 2024		
	No. of shares	% of total shares	% Change during the period	No. of shares	% of total shares	% Change during the period
<b>Equity shares of INR 5 each fully paid-up</b>						
Anil Puttan Kumar	1,33,44,200	26.24%	0.00%	1,33,44,200	30.32%	100.00%
Ramakrishna Kamojhala	73,06,372	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
Mani Puthan	73,06,371	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
Preetham Venkatesh Shimoga	48,71,194	9.58%	(7.27%)	52,53,360	11.94%	41900.00%
Rajanikanth Balaraman	73,06,372	14.37%	(7.28%)	78,79,620	17.91%	41900.00%
<b>Total</b>	<b>4,01,34,509</b>	<b>78.93%</b>		<b>4,22,36,420</b>	<b>95.99%</b>	

**17 OTHER EQUITY**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Reserves and surplus</b>		
Retained earnings (Note 17.1)	16,912.65	8,658.87
Securities premium (Note 17.1)	47,435.23	-
<b>Total other equity</b>	<b>64,347.88</b>	<b>8,658.87</b>

**17.1 Movement in reserves and surplus**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Retained earnings</b>		
Opening balance	8,658.87	4,780.07
Profit for the Year	8,345.65	5,813.31
Utilised towards issue of bonus shares [Refer note 16.1 (b)]	-	(2,066.13)
Loss on derecognition of subsidiary*	-	140.29
Items of OCI recognised directly in retained earnings		
Remeasurements of post-employment defined benefit plans (net of tax)	(91.87)	(8.67)
<b>Closing balance</b>	<b>16,912.65</b>	<b>8,658.87</b>
<b>Securities Premium</b>		
Opening balance	-	-
Premium collected on conversion of convertible debentures	-	29.35
Premium received on issue of equity shares (Refer Note 16.4)	49,657.43	-
Transaction cost on issue of private placement of equity shares (Refer note 33.2)	(701.75)	-
Transaction cost on issue of Initial Public Offering (IPO) of equity shares (Refer note 33.2)	(1,520.45)	-
Utilised towards issue of bonus shares [Refer note 16.1 (b)]	-	(29.35)
<b>Closing balance</b>	<b>47,435.23</b>	<b>(0.00)</b>

\* Pursuant to shareholders resolution dated December 12, 2023, company approved the sale of equity shares of Unimech Healthcare Private Limited (wholly owned subsidiary) at a consideration of INR 1.2 Lakhs.

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## 17.2 Nature and purpose of items in other equity

### Retained earnings

Retained earnings are the profits that the Company has earned till date, less any dividends or other distributions to shareholders and these can be utilised as per the provisions of the Companies Act, 2013.

### Securities premium

Securities premium issued to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

## 18 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2025	As at March 31, 2024
Current		
Employee benefits payable	1,897.61	261.48
Other payables*	200.79	4.76
Capital creditors	571.48	70.48
<b>Total Other current financial liabilities</b>	<b>2,669.88</b>	<b>336.72</b>

\*Refer to note 37.3 for information relating to other payables to related parties.

## 19 PROVISIONS

Particulars	As at March 31, 2025		As at March 31, 2024	
	Non Current	Current	Non Current	Current
Provision for rework and warranty costs	-	256.93	-	204.64
Provision for employee benefits				
Gratuity [Note 36(b)]	83.81	100.00	-	24.32
Longevity bonus	-	108.63	-	1,349.14
Compensated absences	-	254.61	-	58.75
Provision for litigations	-	-	-	34.23
Others	-	86.00	-	86.00
<b>Total provisions</b>	<b>83.81</b>	<b>806.17</b>	<b>-</b>	<b>1,757.08</b>

### 19.1 Movement in provision for warranties

Particulars	Amount
<b>Balance as at April 1, 2024</b>	<b>204.64</b>
Provision charged to consolidated statement of profit and loss	74.47
Provisions utilised/(reversed) during the year	(22.18)
<b>Balance as at March 31, 2025</b>	<b>256.93</b>
<b>Balance as at April 1, 2023</b>	<b>89.34</b>
Provision charged to consolidated statement of profit and loss	133.22
Provisions utilised/(reversed) during the year	(17.92)
<b>Balance as at March 31, 2024</b>	<b>204.64</b>





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**20 (A) NON-CURRENT BORROWINGS**

Particulars	Note	As at March 31, 2025	As at March 31, 2024
<b>Secured</b>			
Term loans			
From bank		-	-
Indian Rupee loans	20 (c) (i)	-	253.26
USD loans	20 (c) (iii)	5,169.73	1,530.07
<b>Unsecured</b>			
Loan from a related party		-	-
Less: Current maturities of long term debts		(1,752.10)	(531.57)
<b>Total non-current borrowings</b>		<b>3,417.63</b>	<b>1,251.76</b>

The details of financial and non financial assets hypothecated as security for borrowings are disclosed in Note 45.

Refer to note 38 for information about the Group's exposure to financial risks.

**20 (B) CURRENT BORROWINGS**

Particulars	Note	As at March 31, 2025	As at March 31, 2024
<b>Secured</b>			
Term loans			
From bank		-	1,102.17
Indian Rupee loans	20 (c) (ii)	1,992.14	-
USD loans	20 (c) (iv)	1,752.10	531.57
Current maturities of long term debts			
<b>Total current borrowings</b>		<b>3,744.24</b>	<b>1,633.74</b>

**20 (C) SECURITY DETAILS AND TERMS OF REPAYMENT**

For current year

	No. of instalments remaining as at March 31, 2025	Maturity date as at March 31, 2025	Interest rate (p.a.) as at March 31, 2025	As at March 31, 2025
<b>(i) Indian rupee term loans from banks</b>				
- Secured by way of hypothecation of current assets excluding investments along with a guarantee provided by the Company and promoter directors.	NA	NA	Repo + 1.60%	-
	NA	NA	Secured overnight financing rate + 1%	-
				-
<b>(ii) Indian rupee packing credit loans</b>				
- Secured by way of hypothecation of Company's entire current asset both present and future	N.A.	180 days from the date of disbursement	Secured overnight financing rate plus 100 basis points	-

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	No. of instalments remaining as at March 31, 2025	Maturity date as at March 31, 2025	Interest rate (p.a.) as at March 31, 2025	As at March 31, 2025
- Secured by way of hypothecation of current assets of the Company both present and future.	N.A.	N.A.	N.A.	-
				-
<b>(iii) USD term loans from banks</b>				
- Secured by way of hypothecation of entire present and future movable fixed assets of the Company including plant and machinery, equipment, fixtures and commercial vehicles (excluding fixed assets funded by any other financial institution) on exclusive basis.	5	August 2025	Secured overnight financing rate plus 100 basis points	74.19
	32	November 2027	Secured overnight financing rate plus 100 basis points	104.69
- Secured by way of hypothecation of land and Buildings, Machinery along with a Guarantee provided by the parent Company and promoter directors.	42	September 2028	Secured overnight financing rate plus 100 basis points	529.71
	26	May 2027	Secured overnight financing rate plus 100 basis points	325.05
	45	December 2028	Secured overnight financing rate plus 100 basis points	202.17
	52	July 2029	Secured overnight financing rate plus 100 basis points	3,232.31
	53	August 2029	Secured overnight financing rate plus 100 basis points	701.61
- Secured by way of hypothecation of asset created out of term loans	N.A.	June 2024	Repo+1.6%	-
				<b>5,169.73</b>
<b>(iv) Foreign currency packing credit loans</b>				
- Secured by way of hypothecation of Company's entire current asset both present and future	N.A.	180 days from the date of disbursement	Secured overnight financing rate plus 100 basis points	1,431.67
- Secured by way of hypothecation of current assets of the Company both present and future.	N.A.	180 days from the date of disbursement	EURIBOR rate plus 175 basis points	560.47
				<b>1,992.14</b>
<b>Total ( i + ii +iii +iv )</b>				<b>7,161.87</b>



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**20 (c) Security details and terms of repayment for previous year**

	No. of instalments remaining as at March 31, 2024	Maturity date as at March 31, 2024	Interest rate (p.a.) as at March 31, 2024	As at March 31, 2024
<b>(i) Indian rupee term loans from banks</b>				
- Secured by way of hypothecation of current assets excluding investments along with a guarantee provided by the Company and promoter directors.	56	November 2028	Repo + 1.60%	253.26
	NA	NA	Repo rate+1.5% i.e., 8%	200.00
				<b>453.26</b>
<b>(ii) Indian rupee packing credit loans</b>				
- Secured by way of hypothecation of Company's entire current asset both present and future	N.A.	180 days from the date of disbursement	180 days Repo + 1.5% i.e., 8%	901.50
				<b>901.50</b>
<b>(iii) USD term loans from banks</b>				
- Secured by way of hypothecation of entire present and future movable fixed assets of the Company including plant and machinery, equipment, fixtures and commercial vehicles (excluding fixed assets funded by any other financial institution) on exclusive basis.	17	August 2025	Secured overnight financing rate plus 350 basis points	246.89
	44	November 2027	Secured overnight financing rate plus 350 basis points	142.04
- Secured by way of hypothecation of land and Buildings, Machinery along with a Guarantee provided by the parent Company and promoter directors.	54	September 2028	Secured overnight financing rate plus 100 basis points	663.13
	45	December 2028	Secured overnight financing rate plus 100 basis points	478.01
- Secured by way of hypothecation of of asset created out of term loans	N.A.	June 2024	Repo+1.6%	0.67
				<b>1,530.74</b>
<b>Total ( i + ii +iii )</b>				<b>2,885.50</b>

**20 (D) NET DEBT RECONCILIATION**

	Borrowings	Lease liabilities	Total
<b>Net debt as at April 1, 2024</b>	<b>2,885.50</b>	<b>104.09</b>	<b>2,989.59</b>
Proceeds from borrowings	10,739.70	-	10,739.70
Repayment of borrowings	(6,532.64)	-	(6,532.64)
Principal paid on lease liabilities	-	(91.72)	(91.72)
<b>Non-cash flows:</b>			
Exchange loss	85.75	-	85.75
Prepaid loan processing charges adjusted through EIR	(16.44)	-	(16.44)
Addition to lease liabilities	-	1,256.18	1,256.18
<b>Net debt as at March 31, 2025</b>	<b>7,161.87</b>	<b>1,268.55</b>	<b>8,430.42</b>

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	Borrowings	Lease liabilities	Total
<b>Net debt as at March 31, 2023</b>	<b>2,225.92</b>	<b>177.40</b>	<b>2,403.32</b>
Proceeds from borrowings	5,565.79	-	5,565.79
Repayment of borrowings	(4,595.88)	-	(4,595.88)
Guarantee commission charges	(105.00)		(105.00)
Interest paid on lease liabilities	-	(14.24)	(14.24)
Principal paid on lease liabilities	-	(84.76)	(84.76)
<b>Non-cash flows:</b>			
Conversion of convertible debentures into equity shares during the year	(29.90)	-	(29.90)
Addition to lease liabilities	-	11.45	11.45
Bank guarantee issue charges	0.34	-	0.34
Other adjustments	(182.53)	-	(182.53)
Effects of changes in foreign exchange rates	7.10	-	7.10
Prepaid loan processing charges adjusted through EIR			
<b>Net debt as at March 31, 2024</b>	<b>2,885.50</b>	<b>104.09</b>	<b>2,989.59</b>

## 21 TRADE PAYABLES

Particulars	Note	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises; and	22.1	455.86	233.24
Total outstanding dues of creditors other than micro enterprises and small enterprises		1,154.19	1,033.04
Total trade payables		<b>1,610.05</b>	<b>1,266.28</b>

Refer to note 37 for information about the Company's exposure to financial risks.

### 21.1 Micro small medium enterprises disclosure

Based on the information available with the Company, there are outstanding dues and payments made during the year ended March 31, 2025 to any supplier of goods and services beyond the specified period under Micro, Small and Medium Enterprises Development Act, 2006. There is interest payable or paid during the year ended March 31, 2025 to any suppliers under the said Act.

Particulars	As at March 31, 2025	As at March 31, 2024
(a) Amount remaining unpaid to any supplier at the end of accounting period :		
Principal	446.27	228.57
Interest	9.59	4.67
<b>Total</b>	<b>455.86</b>	<b>233.24</b>
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during each accounting period.	-	-
(c) 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 period) but without adding the interest specified under the MSMED Act.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting period.	4.92	1.12
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	9.59	4.67



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## 21.2 Trade payables ageing schedule

### As at March 31, 2025

Particulars	Current						Total
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 -2 years	2 - 3 years	More than 3 years	
(i) MSME	8.75	365.40	81.63	0.08	-	-	455.86
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	259.01	547.88	339.15	4.17	3.10	0.88	1,154.19
(iv) Disputed dues - others	-	-	-	-	-	-	-
<b>Total</b>	<b>267.76</b>	<b>913.28</b>	<b>420.78</b>	<b>4.25</b>	<b>3.10</b>	<b>0.88</b>	<b>1,610.05</b>

### As at March 31, 2024

Particulars	Current						Total
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 -2 years	2 - 3 years	More than 3 years	
(i) MSME	8.74	152.98	68.82	1.39	1.31	-	233.24
(ii) Disputed dues – MSME	-	-	-	-	-	-	-
(iii) Others	270.58	356.90	394.91	10.62	0.03	-	1,033.04
(iv) Disputed dues - others	-	-	-	-	-	-	-
<b>Total</b>	279.32	509.88	463.73	12.01	1.34	-	1,266.28

**21.3** Payment towards trade payables is made as per the terms and conditions of the contract/purchase orders. Generally, the average credit period on purchases is 30-60 days.

## 22 TAX ASSETS AND LIABILITIES

### 22(a) Tax assets (net)

Particulars	As at March 31, 2025	
	Non Current	Current
Advance tax (including TDS receivables)	-	1,855.29
Less: Provision for tax	1,056.24	(1,606.93)
<b>Total tax assets (net)</b>	<b>-</b>	<b>248.36</b>

Refer to note 45 for information on inventories hypothecated as security by the Company.

Particulars	As at March 31, 2024	
	Non Current	Current
Advance tax (including TDS receivables)	-	1,936.77
Less: Provision for tax	-	(1,540.99)
<b>Total tax assets (net)</b>	<b>-</b>	<b>395.78</b>



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**22(b) Current tax liabilities (net)**

Particulars	As at March 31, 2025	
	Non Current	Current
Current tax payable	-	1,804.51
Less: Advance tax (including TDS receivables)	-	(1,788.23)
<b>Total current tax liabilities (net)</b>	-	<b>16.28</b>

Current tax liabilities (net)	As at March 31, 2024	
	Non-current	Current
Current tax payable	-	286.20
Total current tax liabilities (net)	-	(57.24)
<b>Total current tax liabilities (net)</b>	-	<b>228.96</b>

**23 OTHER CURRENT LIABILITIES**

Particulars	As at March 31, 2025	
	Non Current	Current
Statutory dues	107.00	52.84
Advance from customers	55.98	-
Other payables	-	15.14
<b>Total other current liabilities</b>	<b>162.98</b>	<b>67.98</b>

**24 REVENUE FROM OPERATIONS**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
<b>Revenue from contracts with customers</b>		
(i) Sale of goods	23,969.73	20,766.51
(ii) Sale of services	166.49	34.72
	24,136.22	20,801.23
(iii) Other operating revenues	156.36	76.28
<b>Total revenue from operations</b>	<b>24,292.58</b>	<b>20,877.51</b>
<b>(i) Nature of products</b>		
Manufacturing of aerospace toolings and components	23,969.73	20,741.16
Air purifiers	-	25.35
<b>Total</b>	<b>23,969.73</b>	<b>20,766.51</b>
<b>(ii) Nature of services</b>		
Testing charges	166.49	-
Upgradation and rework services	-	34.72
<b>Total</b>	<b>166.49</b>	<b>34.72</b>
<b>(iii) Other operating revenues</b>		
Rental income	11.52	10.28
Scrap sales	49.49	26.20
Duty drawbacks received*	48.94	18.84
Export incentive*	42.64	-
Other sales	3.77	20.96
<b>Total</b>	<b>156.36</b>	<b>76.28</b>

\* There are no unfulfilled conditions attached to recognition of duty drawbacks and export incentive.



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**24.1 Disaggregate revenue information**

Geographic revenue	Year ended March 31, 2025	Year ended March 31, 2024
Within India	1,274.65	500.84
Outside India	23,017.93	20,376.67
<b>Total</b>	<b>24,292.58</b>	<b>20,877.51</b>

	Year ended March 31, 2025	Year ended March 31, 2024
India	1,274.65	500.84
United States	20,171.06	19,934.52
Germany	2,819.73	113.92
Others	27.14	328.23
<b>Total</b>	<b>24,292.58</b>	<b>20,877.51</b>

**Timing of revenue recognition**

	Year ended March 31, 2025	Year ended March 31, 2024
Products transferred at a point in time	23,969.73	20,766.51
Services transferred at a point in time	307.56	79.77
Services transferred over the period of time	15.29	31.24
<b>Total</b>	<b>24,292.58</b>	<b>20,877.52</b>

**24.2 Reconciliation of contract price with revenue during the year**

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue as per contract price	24,309.59	20,961.04
Adjustments:		
Less: Liquidated damages	(17.01)	(83.52)
<b>Revenue from contracts with customers</b>	<b>24,292.58</b>	<b>20,877.52</b>

**24.3 Performance obligations:**

**Sale of products:**

The performance obligation with respect to sale of products including other operating revenue is satisfied at a point in time that is the when control over the goods is transferred to the customers, generally on the delivery of the goods at the agreed destination as per the terms of contract with customers.

**Sale of services:**

The performance obligation with respect to sale of services is satisfied at a point in time by measuring the progress towards complete satisfaction of performance obligations during the reporting period and revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits simultaneously.

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## 25 OTHER INCOME

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Interest Income</b>		
On fixed deposits at amortised cost	473.19	154.13
Interest on Investments	844.31	-
Interest on income tax refund	2.22	-
Unwinding of discount on security deposits at amortised cost	3.72	1.81
Gains on foreign exchange transactions and translations (net)	202.27	313.15
Mark to market gain on investments	521.15	-
Income from options (Derivative)	109.72	-
Subsidy interest	-	15.57
Gain on account of lease modification	18.15	-
Profit on sale of property, plant and equipment	2.73	10.35
Profit on sale of investments	204.69	0.20
Provision no longer required written back	94.52	-
Miscellaneous income	-	5.83
<b>Total other income</b>	<b>2,476.67</b>	<b>501.04</b>

## 26 COST OF MATERIALS CONSUMED

	Year ended March 31, 2025	Year ended March 31, 2024
Opening stock	126.82	134.26
Add: Purchases	5,305.65	4,804.75
Less: Closing stock	(40.14)	(126.82)
<b>Total cost of materials consumed</b>	<b>5,392.33</b>	<b>4,812.19</b>

## 27 PURCHASES OF STOCK-IN-TRADE

	Year ended March 31, 2025	Year ended March 31, 2024
Purchases of stock-in-trade	-	60.77
<b>Total purchases of stock-in-trade</b>	<b>-</b>	<b>60.77</b>

## 28 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the beginning of the period		
- Stock-in-trade	-	71.65
- Finished goods	129.46	280.16
- Work-in-progress	1,716.95	1,091.14
	<b>1,846.41</b>	<b>1,442.95</b>
Less: Inventories at the end of the period		
- Stock-in-trade	-	-
- Finished goods	29.14	223.08
- Work-in-progress	1,905.39	1,716.95
	<b>1,934.53</b>	<b>1,940.03</b>
<b>Net increase</b>	<b>(88.12)</b>	<b>(497.08)</b>
<b>Total materials consumed</b>	<b>5,304.21</b>	<b>4,375.88</b>



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### 29 SUB CONTRACTING CHARGES

	Year ended March 31, 2025	Year ended March 31, 2024
Sub contracting charges	2,135.49	2,691.45
<b>Total subcontracting charges</b>	<b>2,135.49</b>	<b>2,691.45</b>

### 30 EMPLOYEE BENEFITS EXPENSE

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	4,275.40	3,021.89
Contribution to provident fund and other funds [Refer note 36(a)]	80.67	53.49
Gratuity expense [Refer note 36(b)]	63.56	21.47
Staff welfare expenses	181.45	147.06
<b>Total employee benefits expense</b>	<b>4,601.08</b>	<b>3,243.91</b>

### 31 FINANCE COSTS

	Year ended March 31, 2025	Year ended March 31, 2024
Interest on borrowings	334.38	202.64
Guarantee commission expenses	-	105.00
Interest on income tax	8.07	-
Interest on lease liabilities (Refer note 6)	44.13	14.24
Interest on delayed payments to micro enterprises and small enterprises	4.92	1.12
Loan processing fee	45.55	-
Bank guarantee charges	-	0.34
<b>Total finance costs</b>	<b>437.05</b>	<b>323.34</b>

### 32 DEPRECIATION AND AMORTISATION EXPENSES

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment (Refer note 3)	874.75	336.67
Amortisation on right-of-use assets (Refer note 6)	150.31	91.67
Amortisation on intangible assets (Refer note 5)	31.17	18.12
<b>Total depreciation and amortisation expense</b>	<b>1,056.23</b>	<b>446.46</b>

### 33 OTHER EXPENSES

	Year ended March 31, 2025	Year ended March 31, 2024
Stores and spares	347.27	149.17
Manpower contract expenses	759.64	457.85
Machinery rent (Short-term lease)	3.70	-

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	Year ended March 31, 2025	Year ended March 31, 2024
Utilities	221.98	139.74
Repairs and maintenance		
Factory and building	43.46	22.63
Plant and machineries	37.83	30.56
Others	20.37	26.50
Factory expenses	5.49	13.72
Freight outward charges	200.96	50.95
Security charges	31.34	46.02
Printing and stationery	22.44	22.42
Directors sitting fees	55.00	-
Information technology expenses	64.05	15.70
Insurance	67.48	25.59
Legal and professional charges	389.12	1,080.48
Recruitment expenses	21.74	15.34
Audit fees	56.54	12.90
Sales promotion	52.69	14.72
Expected credit loss allowance	80.10	14.66
Travelling and conveyance	301.85	131.70
Communication expenses	4.35	5.35
Rates and taxes	34.75	148.18
Bank charges	11.05	9.32
Office expenses	24.20	0.73
Subscription charges	2.08	5.01
Rework and warranty costs	74.47	133.22
Contribution towards corporate social responsibility (Refer No 41)	100.86	27.48
Bad debts	0.74	28.23
Miscellaneous expenses	10.10	19.46
<b>Total</b>	<b>3,045.65</b>	<b>2,647.63</b>

**33.1 The following is the break-up of audit fees (exclusive of goods and service tax)**

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Audit fee</b>		
<b>As auditor:</b>		
Statutory audit	41.50	12.90
Limited review	7.00	-
Reimbursement of expenses	8.04	-
<b>Total audit fee</b>	<b>56.54</b>	<b>12.90</b>

\* The above audit fees excludes INR 128.39 Lakhs towards fees paid to the auditors towards audit services related to initial public offering of equity shares and INR 64.19 Lakhs has been recovered from selling shareholders and balance is adjusted with securities premium as per the offer document.





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### 34 INCOME TAX

#### 34.1 Income tax expense charged to the consolidated statement of profit and loss

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Current tax</b>		
- In respect of current period	1,606.93	1,545.70
- In respect of previous years	114.15	289.51
	<b>1,721.08</b>	<b>1,835.21</b>
<b>Deferred tax - Origination and reversal of temporary differences</b>		
- In respect of current period	116.24	1.36
<b>Income tax expense charged to the consolidated statement of profit and loss</b>	<b>1,837.32</b>	<b>1,836.57</b>
<b>Deferred tax related to items recognised in other comprehensive income</b>		
Remeasurements of post-employment defined benefit plans	(4.94)	(2.91)

#### 34.2 Reconciliation of tax charge

	Year ended March 31, 2025	Year ended March 31, 2024
Profit before tax	10,189.54	7,717.32
Income tax expense at tax rates applicable	25.17%	25.17%
<b>Expected income tax expense/(benefit) at statutory tax rate</b>	<b>2,564.50</b>	<b>1,942.44</b>
Tax effects of:		
- Item not deductible for tax		
Interest on delayed payments to micro enterprises and small enterprises	1.24	0.35
Adjustments for tax pertaining to earlier periods	114.15	285.51
Income tax relating to remeasurements of post-employment defined benefit plans	9.82	2.91
Disallowances	-	4.00
Others adjustments	(852.40)	(399.97)
<b>Income tax expense</b>	<b>1,837.32</b>	<b>1,835.24</b>

#### 34.3 Deferred tax relates to the following:

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Deferred tax assets</b>	-	14.97
Property, plant and equipment and intangible asset	53.42	30.52
Provisions	16.05	5.72
Trade receivables	319.27	26.20
Lease liabilities	-	0.46
Others	<b>388.74</b>	<b>77.87</b>

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	Year ended March 31, 2025	Year ended March 31, 2024
<b>Deferred tax liabilities</b>		
Property, plant and equipment and intangible assets	18.10	
Right-of-use assets	312.75	21.63
Other financial assets	17.22	
Investments	95.83	-
	<b>443.90</b>	<b>21.63</b>
<b>Deferred tax assets/(liabilities), net</b>	<b>(55.16)</b>	<b>56.24</b>

**34.4 Reconciliation of deferred tax assets/(liabilities) (net):**

	Year ended March 31, 2025	Year ended March 31, 2024
Opening balance	56.24	53.92
Tax asset/(liability) recognised in consolidated statement of profit and loss	(111.40)	2.32
<b>Total</b>	<b>(55.16)</b>	<b>56.24</b>

**35 EARNINGS/(LOSS) PER EQUITY SHARE**

Basic earnings per equity share amounts are calculated by dividing the profit/loss for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share amounts are calculated by dividing the profit/loss attributable to equity holders (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

	Year ended March 31, 2025	Year ended March 31, 2024
<b>(a) Earnings used in calculating earnings per equity share</b>		
<b>Basic Earnings per share</b>		
Profit attributable to equity shareholders as per consolidated statement of profit and loss	8,345.66	5,813.31
<b>Diluted earnings per share</b>		
Profit attributable to equity shareholders as per consolidated statement of profit and loss	8,345.66	5,813.31
<b>(b) Weighted average number of shares used as denominator</b>		
Equity shares outstanding as at April 1	4,40,05,080	1,04,230
Add: Increase in shares due to conversion of debentures	-	408
Add: Impact of share split as on December 23, 2023 (Note 16.1(a))	-	19,88,122
Add: Bonus shares issued on December 28, 2023 (Note 16.1(b))	-	4,18,55,200
Add: Increase in shares due to fresh issue on July 16, 2024	26,02,127	-
Add: Increase in shares due to fresh issue on December 27, 2024	8,28,898	-
<b>Weighted average number of equity shares outstanding during the year for basic EPS</b>	<b>4,74,36,105</b>	<b>4,39,47,960</b>
Adjustments for calculation of diluted EPS:		
Add: Convertible debentures	-	136
<b>Weighted average number of equity shares adjusted for the effect of dilution</b>	<b>4,74,36,105</b>	<b>4,39,48,096</b>



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**(c) Information regarding the classification of securities**

**Convertible debentures**

The Group has issued 30,000 convertible debentures issued during the financial year ended March 31, 2019 are considered to be potential equity shares of 544 shares and have been included in the determination of diluted earnings per share from their date of issue.

**(d) EPS**

	Year ended March 31, 2025	Year ended March 31, 2024
Basic earnings per equity share (INR)	17.59	13.23
Diluted earnings per equity share (INR)	17.59	13.23

**36 EMPLOYEE BENEFITS**

**(a) Defined contribution plans**

Contributions were made to provident fund and Employee State Insurance in India for the Group as per the regulations. These contributions are made to registered funds administered by the Government of India. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any other constructive obligation.

During the year, the Group has recognised the following amounts in the Consolidated Statement of Profit and Loss:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Employer's contribution to provident fund	79.90	51.20
Employer's contribution to Employee State Insurance	0.77	2.29
	<b>80.67</b>	<b>53.49</b>

**(b) Defined benefit plan- Gratuity**

**i) Information regarding gratuity plan**

The Company has a defined benefit gratuity plan in India (Gratuity plan). The Gratuity plan is a final salary plan for India employees. The Gratuity plan is governed by the Payment of Gratuity Act, 1972. Under this Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

This defined benefit plans expose the Company to actuarial risks, such as longevity risk, interest rate risk and market (investment) risk.

The present value of the defined benefit obligation and the relevant service cost are measured using Projected Unit Credit Method, with actuarial valuation being carried out at each reporting date.

**ii) Reconciliation of defined benefit obligation**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Balance as at the beginning of the year</b>	<b>54.25</b>	<b>23.06</b>
Interest cost	3.92	1.65
Benefits paid during the year	(0.88)	(2.17)
Liability transferred out	-	-
Current service cost	61.81	20.66
	<b>64.85</b>	<b>20.14</b>

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iii) Reconciliation of defined benefit obligation

	As at March 31, 2025	As at March 31, 2024
<b>Remeasurement loss/(gain)</b>		
Actuarial loss/(gain) arising from:		
Changes in demographic assumptions	26.06	-
Changes in financial assumptions	66.43	2.19
Experience adjustments	4.43	8.86
Included in other comprehensive income	96.92	11.05
<b>Balance as at the end of the year</b>	<b>216.02</b>	<b>54.25</b>
<b>Classified as:</b>		
Non-current	16.76	-
Current	10.57	24.32
	<b>27.33</b>	<b>24.32</b>

iv) Reconciliation of Planned Assets

	As at March 31, 2025	As at March 31, 2024
<b>Opening balance</b>	<b>29.93</b>	<b>-</b>
Employers contribution	0.73	29.61
Interest on plan assets	1.43	0.85
Administration expenses	-	-
Remeasurements due to	-	-
- Actuarial return on plan assets less interest on plan assets	0.07	(0.53)
Benefits paid	-	-
<b>Closing balance</b>	<b>32.16</b>	<b>29.93</b>

The net liability disclosed above relates to funded and unfunded plans are as follows:

	As at March 31, 2025	As at March 31, 2024
Present value of defined benefit obligation	216.01	54.25
Fair value of plan assets	32.20	29.93
Deficit of funded plans	<b>183.81</b>	<b>24.32</b>
Unfunded plans	-	-
Deficit before asset ceiling	<b>183.81</b>	<b>24.32</b>

(c) Actuarial assumptions

	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	6.96% & 6.85%	7.23%
Rate of future increase in salary	15.0%	12.00%
Expected return on planned assets	6.96% & 6.85%	7.53%
Attrition rate		
Employee served for 4 years and below	10% & 15%	20.00%
Employee served 5 years and above	5% & 7.50%	5.00%

The weighted-average duration of the defined benefit obligation as at March 31, 2025 was 16-20 years (March 31, 2024: 13.84 - 14.35 years) for gratuity plan.



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**(d) Categories of plan assets**

Particulars	As at March 31, 2025	As at March 31, 2024
Assets under insurance schemes	100%	100%

**(e) Sensitivity analysis**

	As at March 31, 2025	As at March 31, 2024
Discount rate		
1% increase	(33.12)	0.16
1% decrease	30.82	7.47
Future increase in salary		
1% increase	21.13	6.85
1% decrease	(21.02)	(5.72)
Attrition rate		
1% increase	(16.28)	(3.10)
1% decrease	19.01	3.60

**(f) Maturity analysis**

Particulars	As at March 31, 2025	As at March 31, 2024
Within one year	3.03	2.78
Between one and two years	3.76	2.06
Between two and three years	5.20	1.63
Between three and four years	6.90	1.31
Between four and five years	9.46	1.17
Between five and ten years	59.73	4.67
Later than ten years	654.84	40.63

**(g) Defined benefit plan- Longevity**

Longevity bonus liability is accrued for certain class of key managerial persons, as may be decided by the Board from time to time to recognise their immense contribution in driving the organisation, and payable upon their resignation or exit from the Company or substantial changes in the composition of the parent company's Board. Amount to be payable is calculated based on latest remuneration of the year multiplied by number of years. Longevity bonus is recognised as liability at the present value of the defined benefit obligation using actuarial valuation at the consolidated balance sheet date.

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Balance as at the beginning of the year</b>	<b>1,349.14</b>	<b>583.02</b>
Interest cost	-	-
Benefits paid during the year	(1,240.51)	-
Current service cost	-	-
Actuarial (Gains)/Loss	-	-
Incremental obligation on termination*	-	766.12
<b>Balance as at the end of the year</b>	<b>108.63</b>	<b>1,349.14</b>

\* Pursuant to board resolution dated March 30, 2024, Company terminated longevity scheme and recorded actual provision in the books of accounts.



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Actuarial assumptions	As at March 31, 2025	As at March 31, 2024
Discount rate (per annum)	NA	0.00%
Expected return on Assets	NA	0.00%
Rate of future increase in salary	NA	0.00%
Attrition rate		
Employee served for 5 years and below	10.00%	0.00%
Employee served above 5 years	5.00%	0.00%
<b>Classified as:</b>		
Non-current	-	-
Current	108.63	1,349.14

### 37 RELATED PARTY DISCLOSURES

In accordance with the requirements of Ind AS - 24 'Related party disclosures', names of the related parties, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are:

#### 37.1 Names of related parties and description of relationship:

Particulars	Country of incorporation and principal place of business	Principal activities	Proportion of ownership interest	
			As at March 31, 2025	As at March 31, 2024
<b>Subsidiaries</b>				
Innomech Aerospace Toolings Private Limited	India	Manufacture of aerospace tools	99.99%	99.99%
Unimech Global Manufacturing Solutions Inc.*	United States	Manufacture of aerospace tools	0.00%	NA
Unimech Healthcare Private Limited (Upto December 18, 2023)	India	Trading of healthcare products	NA	NA
<b>Associate</b>				
Dheya Engineering Technologies Private Limited (Refer note 7.1)	India	Design, development, manufacturing, sales and servicing of micro gas turbines.	16.94%	NA

#### Key Managerial Personnel (KMP)

Mr Anil Puttan Kumar - Managing Director and Chairman

Mr Ramakrishna Kamojhala - Whole Time Director and Chief Financial Officer

Mr Mani Puttan - Whole Time Director

Mr Preetham Venkatesh Shimoga - Whole Time Director

Mr Rajanikanth Balaraman - Whole Time Director

Mr Krishnappayya Desai - Company Secretary (From March 11, 2024 and upto April 5, 2025)\*\*

#### Independent Directors

Mr Mukund Srinath (from July 3, 2024)

Mr Ashok Tandon (from July 3, 2024)



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Mr Pavan Krishnamurthy (from July 3, 2024)

Mrs Vidya Rajarao (from July 3, 2024)

Mr Ranganathan Sridhar (from July 3, 2024)

“\* The Company incorporated Unimech Global Manufacturing Solutions Inc. on May 29, 2024, in Delaware, United States. As at the reporting date, the Company has not made investment into the subsidiary and operations have not yet commenced.

\*\* ‘Mr Krishnappayya Desai, Company Secretary and Compliance Officer of the Company, tendered his resignation vide letter dated March 26, 2025 citing personal reasons. The Board of Directors, at its meeting, took note of the resignation. Subsequently, in compliance with applicable provisions of the Companies Act, 2013 and relevant regulations, the Board appointed Mr Suhas H M, a qualified Company Secretary, as the Compliance Officer of the Company.

**37.2 Details of transactions with related parties for the year ended:**

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Key Management Personnel</b>		
<b>(a) Employee Benefit expenses</b>		
<b>Managerial remuneration*</b>		
Mr Anil Kumar Puttan**	180.00	128.00
Mr Mani Puttan**	144.00	128.00
Mr Preetham Shimoga**	144.00	128.00
Mr Rajanikanth Balaraman**	144.00	128.00
Mr Ramakrishna Kamojhala**	144.00	176.15
Mr Krishnappayya Desai	16.11	-
Provisions for variable pay for directors**	503.00	-
<b>(b) Other expenses - Sitting fees</b>		
Mr Mukund Srinath (from July 3, 2024)	11.00	-
Mr Ashok Tandon (from July 3, 2024)	12.00	-
Mr Pavan Krishnamurthy (from July 3, 2024)	12.50	-
Mrs Vidya Rajarao (from July 3, 2024)	11.00	-
Mr Ranganathan Sridhar (from July 3, 2024)	8.50	-
<b>(c) Relatives of KMP</b>		
Mrs Rashmi Anil Kumar Puttan	-	58.70
Mrs Savitha K Nayar	-	63.45
Mrs Shruthi C S	-	61.44
Mrs Mamatha Kumar	-	69.33
Mrs Dakshayini	-	12.29
<b>(d) Guarantee commission</b>		
Mr Anil Kumar Puttan	-	21.00
Mr Mani Puttan	-	21.00
Mr Preetham Shimoga	-	21.00
Mr Rajanikanth Balaraman	-	21.00
Mr Ramkrishna Kamojhala	-	21.00

\*Managerial remuneration does not include cost of employee benefits such as other long term employee benefits. Since, provision for long term employee benefits are based on an actuarial valuation carried out for the Company as a whole and not determined at individual employee level.

\*\*All KMPs are employed in the wholly owned subsidiary and related employee benefit expenses are accrued and paid by the subsidiary (Innomech Aerospace Toolings Private Limited).

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### 37.3 Outstanding balances in relation to related parties

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Key Management Personnel</b>		
<b>(a) Employee benefits payable</b>		
Mr Anil Kumar Puttan	9.67	-
Mr Mani Puttan	7.86	-
Mr Preetham Shimoga	7.86	-
Mr Ramakrishna Kamojhala	7.86	-
Mr Rajanikanth Balaraman	8.43	-
Mr Krishnappayya Desai	1.16	-
<b>(b) Employee benefits payable and other payable</b>		
Provisions for variable pay for directors	503.00	-
<b>(c) Longevity Bonus payable to the Whole Time Director and Managing Director</b>	108.63	1,349.14
The opening provision of longevity bonus of INR 1,240.51 Lakhs has been paid during the year		
<b>(d) Other expenses - Sitting fees payable</b>		
Mr Mukund Srinath	0.50	-
Mr Ashok Tandon	0.50	-
Mr Pavan Krishnamurthy	0.50	-
Mrs Vidya Rajarao	0.50	-
Mr Ranganathan Sridhar	0.50	-

### 37.4 Terms and conditions of transactions with related parties

Transactions with related parties were made in the ordinary course of business. Outstanding balances at the year-end with related parties are unsecured and interest free to be settled in cash.

**37.5** The Group's borrowings are secured by personal guarantees provided by the promoters of the Company, and they are not charging the Company any fees for the same.

## 38 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

**38.1** The Group is exposed to various financial risks. These risks are categorised into market risk, credit risk and liquidity risk. The Group's risk management is coordinated by the board of directors and focuses on securing long term and short term cash flows. The Group does not engage in trading of financial assets for speculative purposes.

### 38.2 Market risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of the financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivable and payables and loans and borrowings. The Group is exposed to market risk primarily related to foreign exchange rate risk (currency risk) and interest rate risk. Thus the Group's exposure to market risk is a function of borrowing activities, revenue generating and operating activities in foreign currencies.

#### (a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.



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The Group manages its interest rate risk by having a balanced portfolio of fixed borrowings amounting to Nil (March 31, 2024: Nil) and variable rate borrowings amounting to INR 7,161.87 Lakhs (March 31, 2024: INR 2,885.50 Lakhs).

#### Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Group's profit before tax will be affected through the impact on floating rate borrowings, as follows:

Particulars	As at	Closing balance	Impact on profit before tax	
			1% Increase	1% Decrease
Variable rate borrowings	March 31, 2025	7,161.87	71.62	(71.62)
Variable rate borrowings	March 31, 2024	2,885.50	28.85	(28.85)

#### (b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a different currency from the Group's functional currency).

#### Foreign currency sensitivity

The Group's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
	Amount in foreign currency	Amount in INR Lakhs	Amount in foreign currency	Amount in INR Lakhs
USD receivable	63,12,618	5,399.09	52,82,758	4,402.71
USD payable	(80,92,768)	(6,933.60)	(21,19,587)	(1,766.49)
GBP receivable	3,540	3.92	-	-
GBP payable	(1,310)	(1.45)	-	-
Euro receivable	3,36,847	311.92	1,96,325	176.57
Euro payable	(6,05,278)	(560.54)	(1,588)	(1.43)

#### Foreign currency sensitivity

Particulars	Impact on profit before tax	
	As at March 31, 2025	As at March 31, 2024
<b>USD sensitivity</b>		
INR/USD – increase by 1%	(15.35)	26.36
INR/USD – decrease by 1%	15.35	(26.36)
<b>GBP sensitivity</b>		
INR/GBP – increase by 1%	0.02	-
INR/GBP – decrease by 1%	(0.02)	-
<b>EURO sensitivity</b>		
INR/EURO – increase by 1%	(2.49)	1.75
INR/EURO – decrease by 1%	2.49	(1.75)

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### 38.3 Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Group's receivables, deposits, cash held with banks and financial institutions. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Group limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions. The Management reviews the bank accounts on regular basis and fund drawdowns are planned to ensure that there is minimal surplus cash in bank accounts. The Group does a proper financial and credibility check on the landlords before taking any property on lease and hasn't had a single instance of non-refund of security deposit on vacating the leased property. The Group does not foresee any credit risks on other financial assets.

To manage the credit risks arising from customers, the Group periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivables.

**The movement in expected credit loss is as follows :**

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	35.47	20.80
Changes in loss allowance:		
Loss allowance based on expected credit loss	80.10	14.67
<b>Closing balance</b>	<b>115.57</b>	<b>35.47</b>

**The movement in provision for liquidated damages is as follows :**

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	172.47	86.16
Add: Provision created during the year	17.01	86.31
Less: Utilised during the year	(36.85)	-
<b>Closing balance</b>	<b>152.63</b>	<b>172.47</b>

### 38.4 Liquidity risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at a reasonable price. The Group manages liquidity risk by maintaining sufficient cash and by having access to funding through an adequate amount of committed credit lines. Management monitors the Group's net liquidity position through rolling forecasts on the basis of expected cash flows.

#### Maturities of financial liabilities

The following table sets out the contractual maturities (representing undiscounted contractual cash-flows) of financial liabilities:

**As at March 31, 2025**

Particulars	Notes	Contractual cash flows				
		Carrying amount	0-1 year	1-3 years	3-5 years	Total
Current borrowings	20 (b)	3,744.24	3,744.24	-	-	3,744.24
Long-term borrowings	20 (a)	3,417.63	-	759.54	2,670.44	3,429.98
Lease liabilities	6	1,268.55	231.96	534.13	502.46	1,268.55
Trade payables	21	1,610.05	1,598.92	10.22	0.91	1,610.05
Other financial liabilities	18	2,660.48	2,660.48	-	-	2,660.48
<b>Total</b>		<b>12,700.95</b>	<b>8,235.60</b>	<b>1,303.89</b>	<b>3,173.81</b>	<b>12,713.30</b>





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**As at March 31, 2024**

Particulars	Notes	Contractual cash flows				
		Carrying amount	0-1 year	1-3 years	3-5 years	Total
Current borrowings	20 (b)	1633.74	1,633.74	-	-	1,633.74
Long-term borrowings	20 (a)	1251.76	-	1,058.80	196.00	1,254.80
Lease liabilities	6	104.09	104.09	-	-	104.09
Trade payables	21	1352.28	1,352.28	-	-	1,352.28
Other financial liabilities	18	336.72	336.72	-	-	336.72
<b>Total</b>		<b>4,678.59</b>	<b>3,426.83</b>	<b>1,058.80</b>	<b>196.00</b>	<b>4,681.63</b>

**39 FAIR VALUE MEASUREMENTS**

**39.1 The carrying amounts of financial assets and liabilities by categories**

Particulars	Category	Notes	Year ended March 31, 2025	Year ended March 31, 2024
<b>Financial assets</b>				
Trade receivables	Amortised Cost	11	5,498.30	4,684.28
Cash and cash equivalents		12	14,176.94	717.77
Bank balances other than cash and cash equivalents		13	75.00	468.57
Investments (non-current)	Amortised Cost	7	493.42	-
Investments (current)	FVTPL**	7	33,857.69	-
Other financial assets (non-current)	Amortised Cost	8	167.50	87.81
Other financial assets (current)	Amortised Cost	14	3,481.30	1,967.96
Income from options (Derivative)	FVTPL**	14	109.72	-
<b>Total financial assets</b>			<b>57,859.87</b>	<b>7,926.39</b>
<b>Financial liabilities*</b>				
Borrowings (non-current)	Amortised Cost	20 (a)	3,417.63	1,251.76
Borrowings (current)	Amortised Cost	20 (b)	3,744.24	1,633.74
Trade payables	Amortised Cost	21	1,610.05	1,266.28
Other financial liabilities (current)	Amortised Cost	18	2,669.88	336.72
<b>Total financial liabilities</b>			<b>11,441.80</b>	<b>4,488.50</b>

\*Excluding lease liabilities

\*\* Fair value through profit and loss

**39.2 Fair value hierarchy**

The fair value measurement of the Group's financial and non-financial assets and liabilities utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurements are categorised into different levels based on how observable the inputs used in the valuation technique utilised are (the 'fair value hierarchy'):

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Financial assets measured at fair value - recurring fair value measurements	Hierarchy	Notes	As at March 31, 2025	As at March 31, 2024
Investments (Current and non-current)	Level 1	7	34,351.11	-
Income from options (Derivative)	Level 2	14	109.72	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED MARCH 31, 2025 (CONTD.)  
(All amounts in INR Lakhs, unless otherwise stated)

### 39.3 Methods and assumptions

The management assessed that the fair value of cash and cash equivalents, trade receivables, other financial assets, trade payables, other financial liabilities and borrowings approximate the carrying amount largely due to short-term maturity of this instruments. There is an active market for the Company's quoted equity shares and quoted debt securities and fair value is based on quoted market prices.

## 40 OTHER REGULATORY INFORMATION

### 40.1 Title deeds of immovable properties not held in name of the Group

The Group did not own any immovable properties whose title deeds are not held in the name of the Group for the year ended March 31, 2025.

### 40.2 Details of benami property held

No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

### 40.3 Borrowings secured against current assets

The Group has borrowings from banks or financial institutions on the basis of security of current assets Refer note 45

### 40.4 Wilful defaulter

The Group has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

### 40.5 Relationship with struck off companies under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

### 40.6 Registration of charges or satisfaction with Registrar of Companies

The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory year end.

### 40.7 Compliance with number of layers of companies

The Group has complied with the number of layers prescribed under section 2(87) of the Companies Act, 2013 read with Companies (Restriction on Number of Layers) Rules, 2017.

### 40.8 Compliance with approved scheme(s) of arrangements

The Group has not entered into any scheme(s) of arrangement which has an accounting impact on current or previous financial year.

### 40.9 Utilisation of borrowed funds and share premium:

No funds have been advanced or loaned or invested by the Group to or in 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 beneficiaries.

The Group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries."



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
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#### 40.10 Undisclosed income

The Group does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961.

#### 40.11 Details of crypto currency or virtual currency

The Group has not traded or invested in crypto currency or virtual currency during the current or previous financial year.

#### 40.12 Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the Group from banks and financial institutions have been applied for the purposes for which such borrowings were taken.

### 41 CORPORATE SOCIAL RESPONSIBILITY (CSR)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Amount required to be spent by the respective entities in the Group during the year and approved by the board	71.56	27.48
Carry forward from previous year	3.78	
Amount of expenditure incurred	100.86	27.48
Amount of shortfall for the year	-	-
Amount of cumulative shortfall at the end of the year	-	-
Excess spent carry forward to next year	33.08	3.78
Nature of CSR activities	Apprenticeship Training under Apprentices Act, 1961	Apprenticeship Training under Apprentices Act, 1961

### 42 INTEREST IN OTHER ENTITIES

#### a) Subsidiaries

The Group's subsidiaries are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Holding Company and proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business:

Name of entity	Principal activities	Country	Ownership Interest held by the Company	
			As at March 31, 2025	As at March 31, 2024
Innomech Aerospace Toolings Private Limited**	Manufacture of aerospace tools	India	100.00%	100.00%
Unimech Global Manufacturing Solutions Inc. (With effect from May 29, 2024)	Manufacture of aerospace tools	United States	0.00%	NA

\*\* Includes shares held by nominee shareholder

There were no ownership interests held by non-controlling shareholders during the reporting period or the prior periods.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
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b) Additional information, as required under schedule III of the Companies Act, 2013

Balance as at March 31, 2025

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Unimech Aerospace and Manufacturing Limited	78.21%	52,312.26	22.79%	1,901.60	15.97 %	(14.67)	22.86 %	1,886.93
<b>Subsidiaries</b>								
<b>Indian</b>								
Innomech Aerospace Toolings Private Limited	22.08%	14,768.08	77.40%	6,459.82	84.03 %	(77.20)	77.33%	6,382.62
Unimech Global Manufacturing Solutions Inc. (With effect from May 29, 2024)	-	-	-	-	-	-	-	-
Less: Elimination entries	(0.28%)	(189.58)	(0.19%)	(15.77)	-	-	(0.00)	(15.77)
Total	21.79%	14,578.50	77.21%	6,444.05	84.03%	(77.20)	77.14%	6,366.85
<b>Total</b>	<b>100.00%</b>	<b>66,890.75</b>	<b>100.00%</b>	<b>8,345.66</b>	<b>100.00%</b>	<b>(91.87)</b>	<b>100.00%</b>	<b>8,253.78</b>



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Balance as at March 31, 2024

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Unimech Aerospace and Manufacturing Limited	24.38%	2,647.52	4.17%	242.50	54.67%	(4.74)	4.10%	237.76
<b>Subsidiaries</b>								
<b>Indian</b>								
Innomech Aerospace Toolings Private Limited	77.23%	8,386.36	97.00%	5,639.14	45.33%	(3.93)	97.08%	5,635.21
Unimech Global Manufacturing Solutions Inc. (With effect from May 29, 2024)	-	-	(1.18%)	(68.33)	-	-	(1.18%)	(68.33)
Less: Elimination entries	(1.61%)	(174.75)	0.00%	0.00		-		-
Total	75.62%	8,211.61	95.83%	5,570.81	45.33%	(3.93)	95.90%	5,566.88
<b>Total</b>	<b>100.00%</b>	<b>10,859.13</b>	<b>100.00%</b>	<b>5,813.31</b>	<b>100.00%</b>	<b>(8.67)</b>	<b>100.00%</b>	<b>5,804.64</b>



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
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#### 43 CAPITAL MANAGEMENT

The Group's objectives when maintaining capital are:

- (a) to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- (b) to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Group monitors capital on the basis of the net debt to capital ratio. Net debt is calculated as the total borrowings and lease liabilities less cash and cash equivalents. Capital includes all components of equity.

The debt-to-capital ratios were as follows:

		As at March 31, 2025	As at March 31, 2024
<b>Total equity</b>	<b>(i)</b>	<b>66,890.72</b>	<b>10,859.13</b>
Total debt		8,430.42	2,989.59
Less: Cash and cash equivalents		(14,176.94)	(717.77)
<b>Net debt</b>	<b>(ii)</b>	<b>(5,746.52)</b>	<b>2,271.82</b>
Debt-to-capital ratio	(ii)/(i)	(8.59%)	20.92%

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

The Group is not subject to any externally imposed capital commitments.

#### 44 THE CODE ON SOCIAL SECURITY 2020

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which the Code becomes effective and the related rules to determine the financial impact are published.

#### 45 ASSETS HYPOTHECATED AS SECURITY

The carrying amounts of assets hypothecated as security for current and non-current borrowings are:

	Year ended March 31, 2025	Year ended March 31, 2024
<b>Non-current assets</b>		
Land (right-of-use assets)	536.75	542.48
Factory building	3,940.03	1,610.91
Plant and machinery	7,724.61	2,386.57
Furniture and fixtures	161.46	31.64
Computers	145.68	28.99
Office equipment	189.57	16.78
Vehicles	85.65	82.07
<b>Total non-current assets hypothecated as security</b>	<b>12,783.75</b>	<b>4,699.44</b>



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	Year ended March 31, 2025	Year ended March 31, 2024
<b>Current assets</b>		
Inventories	1,974.67	1,973.23
Trade receivables	5,498.30	4,684.28
Cash and cash equivalents	14,176.94	717.77
Bank balances other than cash and cash equivalents	75.00	468.57
Other financial assets	3,591.02	1,967.96
Current tax assets (net)	248.36	395.78
Other current assets	1,135.38	1,101.01
<b>Total current assets hypothecated as security</b>	<b>26,699.67</b>	<b>11,308.60</b>
<b>Total assets hypothecated as security</b>	<b>39,483.42</b>	<b>16,008.04</b>

#### 46 COMMITMENTS AND CONTINGENT LIABILITIES

	Year ended March 31, 2025	Year ended March 31, 2024
<b>a. Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for:		
Property plant and equipment	2,787.89	804.35
	<b>2,787.89</b>	<b>804.35</b>
<b>b. Contingent liabilities</b>		
Claims against the Company not acknowledged as debts		
Towards Goods and services taxes demand*	384.40	-
	<b>384.40</b>	<b>-</b>

\*The Company received an order under Section 73(9) of the KGST/CGST Act, 2017, dated February 17, 2025, following the completion of the GST audit. The order includes a demand of INR 384.40 Lakhs. Subsequently, the Company filed a request for rectification of the said order with the Deputy Commissioner of Commercial Taxes on May 15, 2025. The matter is currently pending before the concerned authority.

#### 47 DEFERRED TAX ASSETS – NON-RECOGNITION BY SUBSIDIARY

Innomech Aerospace Toolings Private Limited, a subsidiary of the Group, has not recognised deferred tax assets on unused tax losses and deductible temporary differences as of the reporting date, in accordance with Ind AS 12 – Income Taxes. This is due to uncertainty about the availability of sufficient future taxable profits. Currently, the Company benefits from a tax holiday under the Income Tax Act until FY 2034–35 and is subject to the Minimum Alternate Tax (MAT) provisions.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

**48** The Company has estimated INR3,814.30 Lakhs as IPO related expenses and allocated such expenses between the Company (INR1,908.90 Lakhs) and selling Shareholder (INR1,905.40 Lakhs) in proportion to the equity shares allotted to the public as fresh issue by the Holding Company and under the offer for sale by selling Shareholder respectively. The Company has received an amount of INR 23,091.10 Lakhs (net of IPO expenses of INR 1,908.90 Lakhs out of which INR 326.16 Lakhs remaining un-utilised as on March 31, 2025) from proceeds out of fresh issue of equity shares. The utilisation of the net IPO proceeds is summarised below.

Objects of the issue as per prospectus	Amount proposed in offer document	Actual net proceeds	Amount utilised till March 31, 2025	Amount remains un-utilised as on March 31, 2025
Funding of capital expenditure for expansion through purchase of machineries and equipment by Company;	3,636.60	3,636.60	2,474.91	1,161.69
Funding working capital requirements of Company;	2,528.50	2,528.50	-	2,528.50
<b>Investment in Material Subsidiary for:</b>				
a) Funding of capital expenditure for expansion through purchase of machineries and equipment;	4,389.10	4,389.10	2,840.28	1,548.82
b) Funding its working capital requirements; and	4,471.50	4,471.50	-	4,471.50
c) Repayment/prepayment, in full or part, of certain borrowings;	4,000.00	4,000.00	-	4,000.00
General corporate purposes	4,065.40	4,065.40	943.07	3,122.33
<b>Net Proceeds</b>	<b>23,091.10</b>	<b>23,091.10</b>	<b>6,258.26</b>	<b>16,832.84</b>

**49 SEGMENT REPORTING**

- (a) The Group operates in a single segment, specifically the “manufacture and sale of tooling and components for the aerospace sector.” The information provided to the Chief Operating Decision Maker (CODM) for resource allocation and performance assessment is focused on this segment. Consequently, the figures presented in these consolidated financial statements pertain solely to this operating segment.
- (b) Refer to note 24.1 for breakup of the Group’s revenue by primary geographical market.
- (c) During the year ended March 31, 2025, revenue from operations of three customers represented approximately - 87.60% (March 31, 2024: three, 78.14%) customers represented approximately 66.46% (March 31, 2024: 35.26%), 11.61% (March 31, 2024: 28.38%) and 9.54% (March 31, 2024: 14.50%) of the Company’s revenue from operations respectively.



NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS  
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(All amounts in INR Lakhs, unless otherwise stated)

## 50 SUBSEQUENT EVENTS

- (a) At its meeting held on February 14, 2025, the Board of Directors approved and recommended the ratification of Employee Stock Option Plan scheme (ESOP's) 2024 to the shareholders. The proposal was subsequently approved by the shareholders on March 25, 2025 through Postal Ballot remote e-voting, further the Nomination and Remuneration committee, on May 13, 2025 approved granting of 98,526 shares to eligible employees of holding company and subsidiary companies.

As per our report of even date attached  
**For M S K A & Associates**  
Chartered Accountants  
Firm Registration No: 105047W

For and on behalf of the Board of Directors of  
**Unimech Aerospace and Manufacturing Limited (formerly known as  
Unimech Aerospace and Manufacturing Private Limited)**  
CIN: L30305KA2016PLC095712

**Pankaj S Bhauwala**  
Partner

Membership No: 233552

Place: Bengaluru  
Date: May 27, 2025

**Anil Puttan Kumar**  
Chairman and Managing Director

DIN: 07683267

Place: Bengaluru  
Date: May 27, 2025

**Ramakrishna Kamojhala**  
Whole-time Director and Chief Financial  
Officer  
DIN: 07004517

Place: Bengaluru  
Date: May 27, 2025

**UNIMECH AEROSPACE AND MANUFACTURING LIMITED**

(Formerly Unimech Aerospace and Manufacturing Private Limited)

538, 539, 542 & 543, 14th Cross, 7th Main, 4th Phase, Peenya Industrial Area, Bengaluru, Karnataka - 560058.

**CIN:** L30305KA2016PLC095712, **E-mail Id:** [investorrelations@unimechaerospace.com](mailto:investorrelations@unimechaerospace.com),

**Website:** [www.unimechaerospace.com](http://www.unimechaerospace.com),

**Tel. No.:** +91 8042046782.

## NOTICE TO MEMBERS

Notice is hereby given that the **Ninth Annual General Meeting (AGM)** of the Members of **Unimech Aerospace and Manufacturing Limited** ("the Company") will be held at 11:00 AM (IST) on Wednesday, August 13, 2025, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr Rajanikanth Balaraman (DIN: 07894421), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

3. To appoint Mr Vijayakrishna KT, Company Secretary in Practice as Secretarial Auditor for a term of up to 5(five) consecutive years.

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 ("the Act") read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and other applicable provisions of the Act and rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modification or re-enactment(s) thereof, for the time being in force), and based upon the recommendations of Audit Committee and the Board of Directors of the Company, Mr Vijayakrishna KT, Company Secretary in Practice, (Membership Number F1788 - Certificate of Practice Number 980), Bengaluru be and is hereby appointed as Secretarial Auditor of the Company for term of five (5) consecutive years from the FY 2025-26 to FY 2029-30, from the ensuing 9th Annual General Meeting of the

Company until the conclusion of 14th Annual General Meeting of the Company to be held in FY 2030, on such remuneration as may be recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditor.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, and things as may be considered desirable and expedient to give effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto."

By Order of the Board  
For **Unimech Aerospace and Manufacturing Limited**

Bengaluru

Date: May 27, 2025

**Sd/-**  
**Anil Kumar P**  
Chairman and Managing Director  
DIN:07683267

### NOTES:

1. The AGM of the Company is being conducted through video conferencing (VC) or other audio-visual means (OAVM) in compliance with General Circular No. 09/2024 dated September 19, 2024 read with General Circular Nos. 14/2020, 17/2020, 20/2020, issued by the Ministry of Corporate Affairs and read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India read with the circulars issued earlier on the subject (collectively referred to as "Circulars"), which details the procedure and manner of holding AGM through VC and provide certain relaxations from compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).
2. Accordingly, soft copies of the Annual Report 2025 and the Notice of the General meeting will be emailed to shareholders, however, the hard copy of the full annual report will be sent to those shareholders who request





## NOTICE (CONTD.)

the same. Members whose email ID is not registered with the Company may write to [investorrelations@unimechaerospace.com](mailto:investorrelations@unimechaerospace.com) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) for obtaining the soft copy of the Annual Report and Notice of AGM.

3. The venue of the AGM shall be deemed at the Corporate Office of the Company situated at Plot No. 3, Sy No. 21-P, Aerospace SEZ Sector, Hitech Defence and Aerospace Park, Kavadasanahalli, Devanahalli, Bengaluru, Karnataka-562135, as the meeting is being convened through video conferencing (VC) or other audio-visual means (OAVM). Accordingly, the route map of the venue is not annexed to this notice.
4. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of the Special Business set out in this Notice and the relevant details pursuant to the Listing Regulations are annexed hereto.
5. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of the Director seeking re-appointment at this AGM, is annexed.
6. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since the AGM is being held in accordance with the aforesaid Circulars through VC, the facility for appointment of proxies by the Members will not be available for this AGM. Accordingly, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
7. Mrs Kalaivani S, Company Secretary in Practice (CP No. 22158), Bengaluru, has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner. After the conclusion of voting at the AGM, the Scrutiniser will submit a report after taking into account votes cast at the AGM and through remote e-voting in accordance with provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. The consolidated results in respect of voting, along with the Scrutiniser's Report will be sent to the Stock Exchanges and will also be hosted on website of the Company.
8. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorise their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/authorisation letter to the Scrutiniser at email id [kalaivani@vjkt.in](mailto:kalaivani@vjkt.in) or to the Company at the email id [companysecretary@unimechaerospace.com](mailto:companysecretary@unimechaerospace.com) or upload on the VC portal/e-voting portal (CDSL).
9. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
10. In compliance with the aforesaid Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report for FY 2024-25 will be made available on the Company's website at <https://unimechaerospace.com/annual-report-annual-return/> and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
11. Members are required to immediately inform the Company's Registrars and Transfer Agents, Kfin Technologies Limited, Selenium Building, Tower – B, Plot No 31 & 32, Financial District Nanakramguda, Serilingampalle (M), Hyderabad, Telangana 500032 in case of shares held in physical form and to the respective Depository Participants, in case of shares held in dematerialised/electronic form, the details about their email addresses, if any, so that all notices and other statutory documents which are required to be sent to the members, as per the provisions of the Act and the Listing Regulations, can be sent to their registered email addresses.
12. The business set out in the Notice will be transacted through an electronic voting system and the Company is providing the facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under note no.18. The voting facility through the electronic voting system shall be made available during the AGM and members attending the meeting through VC who have not cast their vote by remote e-voting shall be able to exercise their right during the meeting through electronic voting system.
13. The Statutory Registers and a certificate from Secretarial Auditor of the Company certifying that the ESOP Scheme of the Company are being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and relevant documents referred to in the Notice or explanatory statement will be available electronically for inspection by the members during the AGM.
14. All documents mentioned in the Resolutions and/or Explanatory Statement are available for inspection by

## NOTICE (CONTD.)

the Members at the Registered Office of the Company from 10:00 AM to 12:00 Noon on any working day and will also be made available at the Ninth Annual General Meeting of the Company.

15. The Notice of the Ninth AGM of the Company along with the Annual Report for FY 2024-25, is being sent through electronic means to those shareholders, whose email addresses are registered with the Company/ depository participants as on July 11, 2025. The Notice of the AGM along with the Annual Report 2024-25 is being made available on the Company's website [www.unimechaerospace.com](http://www.unimechaerospace.com) and on the website of stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). Detailed procedure for attending the AGM and voting through remote e-voting and e-voting at the AGM is provided in the Notice of AGM.

Members want to update their details with the Company the following procedure may be followed:

### I. REGISTRATION OF EMAIL ID FOR SHAREHOLDERS HOLDING PHYSICAL SHARES:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Kfin Technologies Limited at the website <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB). On submission of the shareholders details, an OTP will be received by the shareholder which needs to be entered in the link for verification.

### II. FOR PERMANENT EMAIL REGISTRATION FOR DEMAT SHAREHOLDERS:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

### 16. ELECTRONIC VOTING

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this

purpose, the Company has availed the services of Kfin Technologies Limited for facilitating voting through electronic means, as the authorised e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM, will be provided by Kfin Technologies Limited. The instructions for shareholders for remote e-voting and joining the meeting are set out the end of the Notice.

The remote e-voting module shall be disabled by Kfin Technologies Limited for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

### Participation in the AGM:

The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

17. Members are requested to address all correspondence including dividend related correspondence, to the Registrar and Share Transfer Agents, (RTA) Kfin Technologies Limited, Selenium Building, Tower – B, Plot No 31 & 32, Financial District Nanakramguda, Serilingampalle (M), Hyderabad, Telangana 500032, Phone: + 18003094001. Members must quote their Folio Number/DP ID & Client ID and contact details such as e-mail address, contact no. etc., in all correspondences with the Company/RTA.
18. Securities and Exchange Board of India ("SEBI") has mandated the submission of the Permanent Account Number (PAN) by every participant in the security market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN detail to the Registrar and Share Transfer Agents, Kfin Technologies Limited Unit: Unimech Aerospace and Manufacturing Limited, Selenium Building, Tower – B, Plot No 31 & 32, Financial District Nanakramguda, Serilingampalle (M), Hyderabad, Telangana 500032.
19. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_ RTAMB/P/CIR/2022/8



## NOTICE (CONTD.)

dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of Company at [www.unimechaerospace.com](http://www.unimechaerospace.com) and on the website of the Company's Registrar and Transfer Agents at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

20. Pursuant to the provisions of Section 72 of the Companies Act, 2013, Shareholders holding shares in physical form may file a nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/ demat form, the nomination form may be filed with the respective Depository Participant of the Shareholders.

**21. Item No. 3 - Additional Information on Directors Retiring by Rotation:**

[Information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards]]

**Mr Rajanikanth Balaraman**



He is responsible for driving growth initiatives, managing IT infrastructure, and business development. With 28 years of experience in software engineering. He last served as an MD at National Instruments Limited. Prior to which he has held senior technical and managerial roles at Integral Logic, Robert Bosch India, Datanet Corporation. He holds a bachelor's degree in engineering from Bangalore University, Karnataka.

Director's Identification Number (DIN)	07894421
Designation	Whole Time Director
Date of Birth	April 26, 1976
Date of appointment on the Board	April 30, 2024
Shares held as on March 31, 2025	73,06,372 Equity Shares.
Qualifications	Bachelor of Engineering
Expertise in specific functional areas	IT, Business Expansion, and Innovation
Terms and Conditions of re-appointment	NA
Details of Remuneration sought to be paid	NA
Remuneration last drawn	Please refer to Directors Remuneration Section Corporate Governance Report
Number of Meetings of the Board attended	10
Name of listed entities from which the person has resigned in the past three years	Nil
Directorships (except of Foreign Companies to be mentioned)	1. Dheya Engineering Technologies Pvt Ltd 2. Innomech Aerospace Toolings Private Limited
Membership / Chairmanship of all Committees of other Boards	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	NA

In this Notice and Annexure thereto, the terms "Shareholders" and "Members" are used interchangeably.

By Order of the Board  
For **Unimech Aerospace and Manufacturing Limited**

Bengaluru  
Date: May 27, 2025

**Sd/-**  
**Anil Kumar P**  
Chairman and Managing Director  
DIN:07683267

## NOTICE (CONTD.)

**EXPLANATORY STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEM NO.3 OF THE NOTICE.**
**Item No.3**

In accordance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and other applicable statutory provisions, and based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on May 27, 2025, has proposed the appointment of Mr Vijayakrishna KT, Company Secretary in Practice (Membership No. F1788 Certificate of Practice No. 980), Bengaluru, as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years, from FY 2025-26 to FY 2029-30.

The recommendation is based on the fulfilment of eligibility criteria and qualifications prescribed under the Companies Act, 2013, the rules made thereunder, and the Listing Regulations, including assessment of the individual's experience, secretarial audit expertise, audit capability, independence, and evaluation of the quality of audit work previously carried out.

Mr Vijayakrishna KT has consented to his proposed appointment for a term of five years and confirmed that he is peer-reviewed and eligible to be appointed as Secretarial Auditor. He has further confirmed that he is not disqualified for appointment under the provisions of the Company Secretaries Act, 1980, the rules and regulations made thereunder, and the ICSI Auditing Standards, as amended from time to time.

Mr Vijayakrishna KT is a Fellow Member of the Institute of Company Secretaries of India. He has over 38 years of experience as a Practising Company Secretary and has worked with various corporates. On a continuous basis, been associated as Consultant and Adviser with many members of the corporate clientele (including MNCs), Public Sector Undertakings (PSUs) taking up assignments related to Corporate Laws, Corporate Affairs, IPOs, Rights Issues, Preferential Issues, Buy Backs, Open Offers, Reduction of Capital, Mergers & Acquisitions, Corporate Restructuring, Fund Raising Tasks, Project Finance, Loan Syndication etc.

The Board of Directors, in consultation with the Audit Committee, approved a remuneration of INR 2,00,000/- plus taxes as applicable and out of pocket expenses for the Financial Year April 01, 2025 - March 31, 2026.

The fee for the remaining term may be finalised in subsequent years based on the recommendation of the Audit Committee and as may be approved by the Board

of Directors. The Company may also avail permissible non-audit services, including certifications required under statutory regulations or as may be requested by customers, banks, or statutory authorities. Such services shall be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is, in any way, concerned or interested (financially or otherwise) in the resolution set out at Item No. 3 of the Notice.

The Board recommends the resolution as set out at Item No.3 for the approval of members as an Ordinary Resolution.

By Order of the Board  
For **Unimech Aerospace and Manufacturing Limited**

Sd/-  
**Anil Kumar P**  
Chairman and Managing Director  
DIN:07683267

Bengaluru  
Date: May 27, 2025

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

The Company has availed the services of KFin Technologies Limited ("KFin") for conducting the AGM through VC/OAVM and enabling participation of shareholders at the meeting thereto and for providing services of remote e-voting and e-voting during the AGM (Insta Poll).

- a) Any person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on Wednesday, August 06, 2025, only shall be entitled to avail the facility of remote e-voting. The remote e-voting period commences on Friday, August 08, 2025 at 9:00 a.m. IST and ends on Tuesday, August 12, 2025 at 5:00 p.m. IST. The remote e-voting module shall be disabled by Kfin for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she/it shall not be allowed to change it subsequently.
- b) 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.
- c) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote



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e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Kfin for facilitating voting through electronic means, as the authorised e-voting agency. The facility of casting votes by a shareholder using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Kfin.

- d) In order to increase the efficiency of the voting process, and pursuant to the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the demat account holders, are provided a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the E-voting Service

Providers ("ESPs"), thereby facilitating seamless authentication and convenience of participating in e-voting process.

- e) Shareholders who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at [investorrelations@unimechaerospace.com](mailto:investorrelations@unimechaerospace.com) between Friday, August 01, 2025 (9.00 a.m. IST) and Friday, August 08, 2025 (5.00 p.m. IST). Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.





**The procedure for remote e-voting is as under:**

**A. The detailed process and manner for remote e-voting for individual shareholders holding securities in Demat mode are explained herein below:**

Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">http://www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting their vote during the remote e-voting period or joining virtual meeting and voting during the meeting. Additionally, there is also links provided to access the system of all ESPs, so that the user can visit the ESPs' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all ESPs.</li> </ol>
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## NOTICE (CONTD.)

Individual Shareholders holding securities in Demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting 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 name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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 name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> </ol> <div data-bbox="539 1153 922 1350"> <p><b>NSDL Mobile App is available on</b></p> <div>  <b>App Store</b>  <b>Google Play</b> </div> <div>   </div> </div>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After successful login, you will be able to see e-voting option. Once you 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 name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</p>

**Important note:** Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Shareholders facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-4886 7000 and 022-2499 7000.



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**B. Login method for e-voting and joining virtual meetings for shareholders holding shares in physical mode and non- individual shareholders holding shares in demat form:**

- i. Shareholders should log on to the e-voting website: <https://evoting.kfintech.com>.
  - Enter the login credentials i.e., user id and password mentioned below:  
For Members holding shares in Demat Form :-
    - a) For NSDL: 8 Character DP ID followed by 8 Digits Client ID
    - b) For CDSL: 16 digits beneficiary ID
  - For Members holding shares in Physical Form:
  - **Event no. i.e. 8950**, followed by Folio Number registered with the Company.
  - **Password:** If you are already registered for e-Voting, then you can use your existing password to login and cast your vote. If you are using Kfin's e-Voting system for the first time, you will need to retrieve the 'initial password' communicated to you by e-mail. Shareholders who have not registered their email addresses can follow the steps provided at serial no xiii below to obtain the User ID and password.
  - **Captcha:** Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
- ii. After entering the details appropriately, click on LOGIN.
- iii. In case you are retrieving and using your 'initial password', you need to enter the 'initial password' and the system will force you to change your password. Once you reach the Password change menu you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with

any other person and take utmost care to keep your password confidential.

You need to login again with the new credentials.

- iv. On successful login, the system will prompt you to select the EVENT **i.e. 8950**.
- v. On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting/ dissenting to the Resolution, then enter all shares and click "FOR"/" AGAINST" as the case may be. You are not required to cast all your votes in the same manner. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR / AGAINST" taken together should not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN" in case you wish to abstain from voting. If you do not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- vi. Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
- vii. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote.
- viii. During the voting period, shareholders can login any number of times till they have voted on the resolution.
- ix. Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
- x. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cutoff date i.e., 25,42,84,415.
- xi. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e., August 06, 2025, may obtain the User ID and password in the manner as mentioned below:

If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may:

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- a) Send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399  
Example for NSDL:  
MYEPWD <SPACE> IN12345612345678  
Example for CDSL :  
MYEPWD <SPACE> 1402345612345678  
Example for Physical:  
MYEPWD <SPACE> XXXX1234567890
- b) On the home page of <https://evoting.kfintech.com>, click “Forgot Password” and
- enter Folio No. or DP ID Client ID and PAN to generate a password.
- xii. 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 <https://evoting.kfintech.com> or contact KFin Technologies Ltd. at 1800 309 4001 (toll free). It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

**Information at a glance**

Particulars	Details
Time and date of AGM	August 13, 2025, 11:00 AM IST
Mode	Video conference and other audio-visual means
Cut-off date for e-voting	Friday, August 06, 2025
E-voting start time and date	Friday, August 08, 2025 9:00 AM IST
E-voting end time and date	Tuesday, August 12, 2025 5:00 PM IST
Speaker Registration	Between Friday, August 01, 2025 to Friday August 08, 2025
Name, address and contact details of e-voting service provider	Contact Name: N Shyam Kumar Senior Manager KFin Technologies Limited, Unit: Unimech Aerospace and Manufacturing Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032 Contact details: Email ID: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> ; Contact number: 1800-309-4001
Name, address and contact details of Registrar and Transfer Agent	N Shyam Kumar Senior Manager KFin Technologies Limited, Unit: Unimech Aerospace and Manufacturing Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500 032 Contact details: Email ID: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> ; Contact number: 1800-309-4001 Email ID: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>





**unimech**

**Unimech Aerospace and  
Manufacturing Limited**

538, 539, 542 & 543, 14<sup>th</sup> Cross, 7<sup>th</sup> Main,  
4<sup>th</sup> Phase, Peenya Industrial Area, Bengaluru,  
Karnataka - 560058.