



**Date: May 30, 2025**

To,  
The Deputy General Manager,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**Reg: Security Code No. 531888.**

**Sub: Outcome of the Board Meeting held dated May 30, 2025.**

Dear Sir,

Pursuant to Regulation 30 & Regulation 33 of SEBI (LODR) Regulations, 2015, we wish to inform you that the Board of Directors at their Meeting held today (i.e. **Friday, May 30, 2025**), has:

1. Approved the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended March 31, 2025 duly reviewed and recommended by the Audit Committee alongwith the Audit Report received from the Statutory Auditors.

Pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

- Audited Financial Results (i.e. Standalone and Consolidated) for the Quarter and year ended March 31, 2025 along with the Statement of Assets and Liabilities and Cash Flow Statement of the Company as on that date.
  - Auditors Report on the Financial Results (i.e. Standalone and Consolidated) received from the Statutory Auditors of the Company for the Quarter and year ended March 31, 2025.
  - Declaration regarding the Auditor's report with unmodified opinion on the Audited Financial Results (i.e. Standalone and Consolidated) of the Company for the financial year ended on March 31, 2025.
2. Approved Director's Report along with annexure's for the Financial Year ended March 31, 2025.





3. Approved the Appointment of **M/s. Krishna S & Associates (FRN: 100939)**, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2025-26. The remuneration shall be subject to the Members' ratification at the ensuing Annual General Meeting. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure I.
4. Approved the Re-appointment of **M/s. R.J. Rathi & Co.**, Chartered Accountants, as the Internal Auditors of the Company for the Financial year 2025-26. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure II.
5. Approved the Appointment of **M/s. GMJ & Associates**, Company Secretaries, Mumbai, as the Secretarial Auditors of the Company for a term of 5 (five) years with effect from April 01, 2025, to March 31, 2030, subject to the approval of Members at the ensuing Annual General Meeting. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure III.
6. Based on the recommendations of Nomination and Remuneration Committee, considered and approved:
  - a) Re-appointment of Mr. Kishorechand Kewal Talwar, as the Chairman and Managing Director, above 70 years of age, for a further term of 3 consecutive years with effect from April 1, 2026, since the existing term expires on March 31, 2026, subject to approval of members at the ensuing Annual General Meeting. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure IV.
  - b) Re-appointment of Mrs. Nainy Kunal Tanna, as the Whole Time Director for further term of 3 consecutive years with effect from April 1, 2026, since the existing term expires on March 31, 2026, subject to approval of members at the ensuing Annual General Meeting. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure V.
  - c) Re-appointment of Mr. Mohan Rammurthi Iyer, as the Whole Time Director for further term of 3 consecutive years with effect from May 12, 2026, since the existing term expires on May 11, 2026, subject to approval of members at the ensuing Annual General Meeting. The relevant details as required under Regulation 30 of the Listing Regulations are enclosed as Annexure VI.

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as said Annexures.



The results along with the QR code will be published in the newspapers in terms of Regulation 47(1) (b) of SEBI (LODR) Regulations, 2015 in due course.

The full format of the financial results shall be available on the website of the Stock exchange where equity shares of the Company are listed i.e [www.bseindia.com](http://www.bseindia.com) and on Company's website <https://www.rexnordindia.com/>

The Meeting of the Board commenced at 3:00 P.M. and concluded at 5:00 P.M.

Kindly take the same on record and acknowledge.

Thanking You,

Yours Faithfully,

**For REXNORD ELECTRONICS AND CONTROLS LIMITED**

**KISHORECHAND KEWAL TALWAR**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**(DIN: 00351751)**



Encl.: as above





**STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS  
FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2025**

**Part - I****(Rs. in lakhs)**

(Except per share data)

S. No.	Particulars	Standalone				
		Quarter ended		Year ended		
		31-Mar-25	31-Dec-24	31-Mar-24	31-Mar-25	31-Mar-24
		Audited	Unaudited	Audited	Audited	Audited
		Refer Note 3		Refer Note 3		
I	Income from operations	3,153.71	2,387.44	2,531.81	10,848.30	9,628.51
II	Other income	42.80	37.71	37.49	156.09	133.65
III	<b>Total Income (I+II)</b>	<b>3,196.51</b>	<b>2,425.15</b>	<b>2,569.30</b>	<b>11,004.39</b>	<b>9,762.16</b>
IV	<b>Expenses:</b>					
a)	Cost of material consumed	1,936.81	1,582.90	1,319.56	6,436.33	5,897.65
b)	Change in inventories of finished goods, stock in trade and work in progress	(150.54)	(326.49)	128.46	(336.91)	(419.68)
c)	Employee benefits expense	348.29	343.30	297.10	1,336.57	982.05
d)	Finance costs	82.74	82.46	42.28	283.88	162.39
e)	Depreciation and amortisation expense	194.31	186.34	98.19	679.00	372.87
f)	Other expenses	594.26	449.92	436.44	1,882.56	1,753.16
	<b>Total Expenses (IV)</b>	<b>3,005.87</b>	<b>2,318.43</b>	<b>2,322.03</b>	<b>10,281.43</b>	<b>8,748.44</b>
V	<b>Profit / (Loss) before exceptional items and tax (III-IV)</b>	<b>190.64</b>	<b>106.72</b>	<b>247.27</b>	<b>722.96</b>	<b>1,013.72</b>
VI	Exceptional Items (Refer note 5 below)	39.10	-	-	39.10	-
VII	<b>Profit / (Loss) before tax (V-VI)</b>	<b>151.54</b>	<b>106.72</b>	<b>247.27</b>	<b>683.86</b>	<b>1,013.72</b>
VIII	Tax expense:					
(i)	Current tax	51.01	30.53	63.52	190.71	257.55
(ii)	Deferred tax	(9.45)	(2.35)	3.40	(13.73)	5.31
	<b>Total tax expense (VIII)</b>	<b>41.56</b>	<b>28.18</b>	<b>66.92</b>	<b>176.98</b>	<b>262.86</b>
IX	<b>Profit / (Loss) for the period from continuing operations (VII-VIII)</b>	<b>109.98</b>	<b>78.54</b>	<b>180.35</b>	<b>506.88</b>	<b>750.86</b>
X	Profit / (Loss) from discontinued operations	-	-	-	-	-
XI	Tax expense of discontinued operations	-	-	-	-	-
XII	<b>Profit / (Loss) from discontinued operations (after tax) (X-XI)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XIII	<b>Profit / (Loss) for the period (IX+XII)</b>	<b>109.98</b>	<b>78.54</b>	<b>180.35</b>	<b>506.88</b>	<b>750.86</b>
XIV	Other comprehensive income					
(a)	Items that will not be reclassified to profit or loss					
	Remeasurement of defined benefit obligations	3.92	(0.93)	(2.30)	1.12	(3.11)
	Income tax on above	0.98	(0.23)	(0.58)	0.28	(0.78)
(b)	Items that will be reclassified subsequently to profit or loss					
	Effective portion of gain (loss) on cash flow hedges	-	-	-	-	-
	Income tax on above	-	-	-	-	-
	<b>Total other comprehensive income</b>	<b>2.94</b>	<b>(0.70)</b>	<b>(1.72)</b>	<b>0.84</b>	<b>(2.33)</b>
XV	<b>Total comprehensive income for the period (XIII+XIV) (Comprising profit / (loss) and other comprehensive income for the period)</b>	<b>112.92</b>	<b>77.84</b>	<b>178.63</b>	<b>507.72</b>	<b>748.53</b>
XVI	<b>Paid up equity share capital (Face value of each equity share Rs.10/-)</b>	<b>1,325.91</b>	<b>1,325.91</b>	<b>1,115.91</b>	<b>1,325.91</b>	<b>1,115.91</b>
XVII	<b>Other equity</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8,009.66</b>	<b>5,995.19</b>
XVIII	<b>Earnings per equity share (for continuing operations)</b>					
	Basic (Rs.)	0.83	0.63	1.62	4.13	6.73
	Diluted (Rs.)	0.83	0.63	1.54	4.13	6.47
XIX	<b>Earnings per equity share (for discontinued operations)</b>					
	Basic (Rs.)	-	-	-	-	-
	Diluted (Rs.)	-	-	-	-	-
XX	<b>Earnings per equity share (for discontinued and continuing operations)</b>					
	Basic (Rs.)	0.83	0.63	1.62	4.13	6.73
	Diluted (Rs.)	0.83	0.63	1.54	4.13	6.47







## STATEMENT OF STANDALONE ASSETS AND LIABILITIES AS AT 31ST MARCH 2025

(Rs. in lakhs)

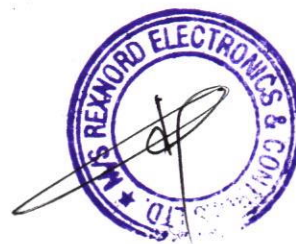
Particulars	Standalone	
	As at 31.03.2025 Audited	As at 31.03.2024 Audited
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	3731.15	2464.09
Right-of-use asset	3050.05	831.07
Capital-work-in-progress (CWIP)	80.40	20.72
Intangible assets	3.13	3.93
Financial assets		
Investments	200.00	200.00
Loans	22.00	26.45
Other financial assets	396.69	153.56
Income tax assets (net)	11.42	0.00
Other non-current assets	63.57	116.12
<b>Total non-current assets</b>	<b>7558.41</b>	<b>3815.94</b>
<b>Current assets</b>		
Inventories	3315.49	2602.17
Financial assets		
Investments	0.08	0.08
Trade receivables	995.61	648.58
Cash and cash equivalents	59.06	55.71
Bank balances other than cash and cash equivalents above	1450.00	1850.00
Loans	9.72	19.45
Other financial assets	14.92	16.91
Other current assets	281.45	165.07
<b>Total current assets</b>	<b>6126.33</b>	<b>5357.97</b>
<b>TOTAL ASSETS</b>	<b>13684.74</b>	<b>9173.91</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1325.91	1115.91
Other equity	8009.66	5995.19
<b>Total equity</b>	<b>9335.57</b>	<b>7111.10</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial Liabilities		
Borrowings	36.59	22.27
Lease liabilities	1408.89	626.30
Other financial liabilities	4.43	0.00
Provisions	45.27	35.40
Deferred tax liabilities (net)	30.48	43.93
Other non-current liabilities	0.14	0.00
<b>Total non-current liabilities</b>	<b>1525.80</b>	<b>727.90</b>
<b>Current liabilities</b>		
Financial Liabilities		
Borrowings	1647.83	686.58
Lease liabilities	462.89	195.65
Trade payables		
Total outstanding dues of Micro enterprises and Small enterprises	86.39	46.92
Total outstanding dues of creditors other than Micro enterprises and Small enterprises	359.62	205.98
Other financial liabilities	178.58	110.14
Other current liabilities	76.19	69.96
Provisions	11.87	12.66
Income-tax liabilities (Net)	0.00	7.02
<b>Total current liabilities</b>	<b>2823.37</b>	<b>1334.91</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>13684.74</b>	<b>9173.91</b>





## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

Particulars	(Amount in Rs. Lakhs)	
	For the year ended 31.03.2025	For the year ended 31.03.2024
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	683.86	1013.72
Adjustments for		
Depreciation and amortization	679.00	372.87
(Profit)/loss on sale of property, plant & equipment and intangible assets (net)	(3.52)	0.49
Loss on discarding of furniture, fixture & other assets acquired with MIDC Land & Building	53.16	0.00
Gain on termination of lease	(4.51)	0.00
Allowances for impairment in value of investment in debentures no longer required	(14.06)	0.00
Unrealised exchange (gain)/ loss	(0.51)	1.87
Interest income	(135.80)	(131.09)
Dividend income	0.00	0.00
Interest and other borrowing costs	263.55	153.47
Operating profit before working capital changes	1521.17	1411.33
Adjustments for :		
Trade receivables	(348.63)	(53.80)
Other receivables	(114.68)	(4.54)
Inventories	(713.32)	(309.88)
Trade payables	193.11	(217.84)
Other payables	81.27	(142.22)
Cash generated from operations	618.92	683.05
Direct taxes paid	(209.15)	(235.31)
Cash flow before extraordinary items	409.77	447.74
Extraordinary items	0.00	0.00
<b>NET CASH FROM/(USED IN) OPERATING ACTIVITIES</b>	<b>409.77</b>	<b>447.74</b>
<b>B) CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of property, plant & equipment	4.48	5.55
Purchase of property, plant & equipment including ROU, CWIP and Capital Advances	(2796.20)	(634.31)
Purchase of intangible assets	(0.52)	(0.75)
Proceeds from sale of investments	14.06	0.00
Loan given to subsidiary	(3.50)	(4.50)
Loan refund received from subsidiary	14.00	0.00
(Increase)/ decrease in deposits	(2.26)	0.08
(Increase)/ decrease in lease deposits	(120.59)	(31.59)
Increase/(decrease) in security deposits on premises given on lease	5.00	0.00
(Increase)/ decrease in bank fixed deposits	300.00	(450.00)
Interest income	118.76	117.69
Dividend income	0.00	0.00
<b>NET CASH FROM/(USED IN) INVESTING ACTIVITIES</b>	<b>(2466.77)</b>	<b>(997.83)</b>
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share capital including premium	1716.75	0.00
Proceeds from issue of share warrants	0.00	572.25
Proceeds from non current borrowings	37.00	0.00
Repayment of non current borrowings	(15.41)	(13.45)
Proceeds from current borrowings	1842.19	1294.76
Repayment of current borrowings	(1513.73)	(1149.57)
Repayment of lease liability	(373.71)	(157.41)
Change in working capital borrowings from banks	627.62	41.46
Interest and other borrowing costs	(260.36)	(150.38)
<b>NET CASH FROM/ (USED IN) FINANCING ACTIVITIES</b>	<b>2060.35</b>	<b>437.66</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>3.35</b>	<b>(112.43)</b>
<b>OPENING BALANCE OF CASH AND CASH EQUIVALENTS</b>	<b>55.71</b>	<b>168.14</b>
<b>CLOSING BALANCE OF CASH AND CASH EQUIVALENTS</b>	<b>59.06</b>	<b>55.71</b>







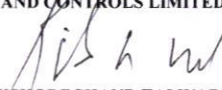
Notes:

- 1 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 30th May 2025. The Statutory Auditors Report does not have any qualification / modification.
- 2 The above results have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- 3 The figures for the quarter ended 31st March, 2025, are balancing figures between audited figures in respect of the full financial year ended 31st March, 2025 and published year to date figures up to the third quarter ended 31st December, 2024 which were reviewed by the statutory auditors. Similarly, the figures for the quarter ended 31st March, 2024, are balancing figures between audited figures in respect of the full financial year ended 31st March, 2024 and published year to date figures up to the third quarter ended 31st December, 2023 which were reviewed by statutory auditors.
- 4 The Company is predominantly engaged in the business of manufacture of "Instrument Cooling Fans / Motors", which in the context of Indian Accounting Standard (Ind AS) 108 on 'Operating Segments', constitutes a single reportable segment.
- 5 Exceptional items include:
  - a) the loss of Rs. 53.16 lakhs on discarding the furniture, fixture & other assets acquired with MIDC land and building from the liquidator of Shrenuj & Company Limited under E-auction process.
  - b) the gain of Rs. 14.06 lakhs on reversal of allowance for impairment in the value of investment in debentures of Reliance Capital Limited on receipt of full and final payment under resolution process of Reliance Capital Limited.
- 6 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact after the Code becomes effective.
- 7 The Board of Directors of the Company, in its meeting held on 13th November 2024, considered and approved allotment of 21,00,000 equity shares of face value of Rs. 10/- each to promoter/promoter group and non-promoter upon conversion of warrants on receipt of balance amount aggregating to Rs. 1716.75 lakhs (being 75% of the issue price of Rs. 109/- each) from the warrant holders pursuant to exercise of their option of conversion into equity shares in accordance with Regulations for Preferential Issue contained in Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended. The company had utilized this proceeds for long term working capital requirements and capital expenditure in accordance with the object of the issue.
- 8 The figures for the previous period/year have been regrouped/reclassified wherever necessary, to confirm to current period/year classification.

Place : Mumbai  
Date : 30th May 2025



For and on behalf of the Board  
REXNORD ELECTRONICS AND CONTROLS LIMITED

  
KISHORECHAND TALWAR  
CHAIRMAN & MANAGING DIRECTOR  
DIN : 00351751

**INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE STANDALONE ANNUAL FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF  
REXNORD ELECTRONICS AND CONTROLS LIMITED**

**Report on the Audit of the Standalone Annual Financial Results**

**Opinion**

We have audited the accompanying standalone annual financial results of **Rexnord Electronics and Controls Limited** (hereinafter referred to as the "Company") for the year ended 31<sup>st</sup> March 2025, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, aforesaid standalone annual financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended 31<sup>st</sup> March 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results* 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 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 on the standalone annual financial results.

**Management's and Board of Directors' Responsibilities for the Standalone Annual Financial Results**

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting





Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone annual financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results 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 annual financial results.

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

- Identify and assess the risks of material misstatement of the standalone annual financial results, 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 through a separate report on the complete set of standalone financial statements 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 in the standalone annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and the 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 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 annual financial results 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 annual financial results, including the disclosures, and whether the standalone annual financial results 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.

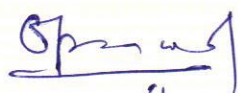
#### **Other Matter(s)**

The standalone annual financial results include the results for the quarter ended 31<sup>st</sup> March 2025 being the balancing figures between the audited figures in respect of full financial year and the published unaudited year to date figures upto third quarter of the current financial year which were subject to limited review by us.

#### **For R S Agrawal & Associates**

Chartered Accountants

(Firm Registration No.100156W)



O. P. Agrawal

Partner

M. No. 045862

UDIN: 25045862 BmULBF1939



Mumbai, 30<sup>th</sup> May, 2025



STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS  
FOR THE QUARTER AND YEAR ENDED 31ST MARCH 2025

Part - I

(Rs. in lakhs)  
(Except per share data)

S. No.	Particulars	Consolidated				
		Quarter ended		Year ended		
		31-Mar-25	31-Dec-24	31-Mar-24	31-Mar-25	31-Mar-24
		Audited	Unaudited	Audited	Audited	Audited
		Refer Note 3		Refer Note 3		
I	Income from operations	3,153.71	2,387.44	2,531.81	10,848.30	9,628.51
II	Other income	41.88	36.76	36.52	152.41	129.88
III	<b>Total Income (I+II)</b>	<b>3,195.59</b>	<b>2,424.20</b>	<b>2,568.33</b>	<b>11,000.71</b>	<b>9,758.39</b>
IV	<b>Expenses:</b>					
a)	Cost of material consumed	1,936.81	1,582.90	1,319.56	6,436.33	5,897.65
b)	Change in inventories of finished goods, stock in trade and work in progress	(150.54)	(326.49)	128.46	(336.91)	(419.68)
c)	Employee benefits expense	348.29	343.30	297.10	1,336.57	982.05
d)	Finance costs	82.76	82.49	42.28	283.97	162.39
e)	Depreciation and amortisation expense	194.82	186.86	98.80	681.23	375.34
f)	Other expenses	595.21	450.52	437.17	1,884.30	1,754.35
	<b>Total Expenses (IV)</b>	<b>3,007.35</b>	<b>2,319.58</b>	<b>2,323.37</b>	<b>10,285.49</b>	<b>8,752.10</b>
V	<b>Profit / (Loss) before exceptional items and tax (III-IV)</b>	<b>188.24</b>	<b>104.62</b>	<b>244.96</b>	<b>715.22</b>	<b>1,006.29</b>
VI	Exceptional Items (Refer note 5 below)	39.10	-	-	39.10	-
VII	<b>Profit / (Loss) before tax (V-VI)</b>	<b>149.14</b>	<b>104.62</b>	<b>244.96</b>	<b>676.12</b>	<b>1,006.29</b>
VIII	<b>Tax expense:</b>					
(i)	Current tax	51.01	30.53	63.52	190.71	257.55
(ii)	Deferred tax	(9.45)	(2.35)	3.40	(13.73)	5.31
	<b>Total tax expense (VIII)</b>	<b>41.56</b>	<b>28.18</b>	<b>66.92</b>	<b>176.98</b>	<b>262.86</b>
IX	<b>Profit / (Loss) for the period from continuing operations (VII-VIII)</b>	<b>107.58</b>	<b>76.44</b>	<b>178.04</b>	<b>499.14</b>	<b>743.43</b>
X	Profit / (Loss) from discontinued operations	-	-	-	-	-
XI	Tax expense of discontinued operations	-	-	-	-	-
XII	<b>Profit / (Loss) from discontinued operations (after tax) (X-XI)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XIII	<b>Profit / (Loss) for the period (IX+XII)</b>	<b>107.58</b>	<b>76.44</b>	<b>178.04</b>	<b>499.14</b>	<b>743.43</b>
XIV	<b>Other comprehensive income</b>					
(a)	Items that will not be reclassified to profit or loss					
	Remeasurement of defined benefit obligations	3.92	(0.93)	(2.30)	1.12	(3.11)
	Income tax on above	0.98	(0.23)	(0.58)	0.28	(0.78)
(b)	Items that will be reclassified subsequently to profit or loss					
	Effective portion of gain (loss) on cash flow hedges	-	-	-	-	-
	Income tax on above	-	-	-	-	-
	<b>Total other comprehensive income</b>	<b>2.94</b>	<b>(0.70)</b>	<b>(1.72)</b>	<b>0.84</b>	<b>(2.33)</b>
XV	<b>Total comprehensive income for the period (XIII+XIV) (Comprising profit / (loss) and other comprehensive income for the period)</b>	<b>110.52</b>	<b>75.74</b>	<b>176.32</b>	<b>499.98</b>	<b>741.10</b>
XVI	<b>Net Profit attributable to:</b>					
a)	Owners of the Company	107.58	76.44	178.04	499.14	743.43
b)	Non Controlling Interest	-	-	-	-	-
	<b>Other Comprehensive Income attributable to:</b>					
a)	Owners of the Company	2.94	(0.70)	(1.72)	0.84	(2.33)
b)	Non Controlling Interest	-	-	-	-	-
	<b>Total Comprehensive Income attributable to:</b>					
a)	Owners of the Company	110.52	75.74	176.32	499.98	741.10
b)	Non Controlling Interest	-	-	-	-	-
XVII	<b>Paid up equity share capital (Face value of each equity share Rs.10/-)</b>	<b>1,325.91</b>	<b>1,325.91</b>	<b>1,115.91</b>	<b>1,325.91</b>	<b>1,115.91</b>
XVIII	<b>Other equity</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,879.47</b>	<b>5,872.74</b>
XIX	<b>Earnings per equity share (for continuing operations)</b>					
	Basic (Rs.)	0.81	0.61	1.60	4.06	6.66
	Diluted (Rs.)	0.81	0.61	1.52	4.06	6.40
XX	<b>Earnings per equity share (for discontinued operations)</b>					
	Basic (Rs.)	-	-	-	-	-
	Diluted (Rs.)	-	-	-	-	-
XXI	<b>Earnings per equity share (for discontinued and continuing operations)</b>					
	Basic (Rs.)	0.81	0.61	1.60	4.06	6.66
	Diluted (Rs.)	0.81	0.61	1.52	4.06	6.40

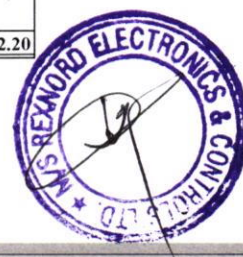




## STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES AS AT 31ST MARCH 2025

(Rs. in lakhs)

Particulars	Consolidated	
	As at 31.03.2025 Audited	As at 31.03.2024 Audited
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	3842.78	2577.95
Right-of-use asset	3050.05	831.07
Capital-work-in-progress (CWIP)	80.40	20.72
Intangible assets	3.13	3.93
Financial assets		
Loans	0.00	2.95
Other financial assets	396.79	153.56
Income tax assets (net)	11.42	0.00
Other non-current assets	63.57	116.12
<b>Total non-current assets</b>	<b>7448.14</b>	<b>3706.30</b>
<b>Current assets</b>		
Inventories	3315.49	2602.17
Financial assets		
Investments	0.08	0.08
Trade receivables	995.61	648.58
Cash and cash equivalents	60.02	57.64
Bank balances other than cash and cash equivalents above	1450.00	1850.00
Loans	4.72	5.45
Other financial assets	14.92	16.91
Other current assets	281.45	165.07
<b>Total current assets</b>	<b>6122.29</b>	<b>5345.90</b>
<b>TOTAL ASSETS</b>	<b>13570.43</b>	<b>9052.20</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	1325.91	1115.91
Other equity	7879.47	5872.74
<b>Total equity</b>	<b>9205.38</b>	<b>6988.65</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial Liabilities		
Borrowings	36.59	22.27
Lease liabilities	1408.89	626.30
Other financial liabilities	4.43	0.00
Provisions	45.27	35.40
Deferred tax liabilities (net)	30.48	43.93
Other non-current liabilities	0.14	0.00
<b>Total non-current liabilities</b>	<b>1525.80</b>	<b>727.90</b>
<b>Current liabilities</b>		
Financial Liabilities		
Borrowings	1662.83	686.58
Lease liabilities	462.89	195.65
Trade payables		
Total outstanding dues of Micro enterprises and Small enterprises	86.39	46.92
Total outstanding dues of creditors other than Micro enterprises and Small enterprises	359.96	206.27
Other financial liabilities	178.98	110.46
Other current liabilities	76.33	70.09
Provisions	11.87	12.66
Income-tax liabilities (Net)	0.00	7.02
<b>Total current liabilities</b>	<b>2839.25</b>	<b>1335.65</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>13570.43</b>	<b>9052.20</b>







## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

(Amount in Rs. Lakhs)

Particulars	For the year ended 31.03.2025	For the year ended 31.03.2024
<b>A) CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	676.12	1006.29
Adjustments for		
Depreciation and amortization	681.23	375.34
(Profit)/loss on sale of property, plant & equipment and intangible assets (net)	(3.52)	0.49
Loss on discarding of furniture, fixture & other assets acquired with MIDC Land & Building	53.16	0.00
Gain on termination of lease	(4.51)	0.00
Allowances for impairment in value of investment in debentures no longer required	(14.06)	0.00
Unrealised exchange (gain)/ loss	(0.51)	1.87
Interest income	(132.12)	(127.31)
Dividend income	0.00	0.00
Interest and other borrowing costs	263.64	153.47
Operating profit before working capital changes	1519.43	1410.15
Adjustments for :		
Trade receivables	(348.63)	(53.80)
Other receivables	(114.68)	(4.54)
Inventories	(713.32)	(309.88)
Trade payables	193.16	(217.84)
Other payables	81.27	(142.19)
Cash generated from operations	617.23	681.90
Direct taxes paid	(209.15)	(235.31)
Cash flow before extraordinary items	408.08	446.59
Extraordinary items	0.00	0.00
NET CASH FROM/(USED IN) OPERATING ACTIVITIES	408.08	446.59
<b>B) CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from sale of property, plant & equipment	4.48	5.55
Purchase of property, plant & equipment including ROU, CWIP and Capital Advances	(2796.20)	(634.31)
Purchase of intangible assets	(0.52)	(0.75)
Proceeds from sale of investments	14.06	0.00
(Increase)/ decrease in deposits	(2.36)	0.08
(Increase)/ decrease in lease deposits	(120.59)	(31.59)
Increase/(decrease) in security deposits on premises given on lease	5.00	0.00
(Increase)/ decrease in bank fixed deposits	300.00	(450.00)
Interest income	115.09	113.91
Dividend income	0.00	0.00
NET CASH FROM/(USED IN) INVESTING ACTIVITIES	(2481.04)	(997.11)
<b>C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share capital & premium	1716.75	0.00
Proceeds from issue of share warrants	0.00	572.25
Proceeds from non current borrowings	37.00	0.00
Repayment of non current borrowings	(15.41)	(13.45)
Proceeds from current borrowings	1857.19	1294.76
Repayment of current borrowings	(1513.73)	(1149.57)
Repayment of lease liability	(373.71)	(157.41)
Change in working capital borrowings from banks	627.62	41.46
Interest and other borrowing costs	(260.37)	(150.38)
NET CASH FROM/ (USED IN) FINANCING ACTIVITIES	2075.34	437.66
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	2.38	(112.86)
OPENING BALANCE OF CASH AND CASH EQUIVALENTS	57.64	170.50
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS	60.02	57.64





Notes:

- 1 The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 30th May 2025. The Statutory Auditors Report does not have any qualification / modification.
- 2 The above results have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- 3 The figures for the quarter ended 31st March, 2025, are balancing figures between audited figures in respect of the full financial year ended 31st March, 2025 and published year to date figures up to the third quarter ended 31st December, 2024 which were reviewed by the statutory auditors. Similarly, the figures for the quarter ended 31st March, 2024, are balancing figures between audited figures in respect of the full financial year ended 31st March, 2024 and published year to date figures up to the third quarter ended 31st December, 2023 which were reviewed by statutory auditors.
- 4 The Group is primarily engaged in the business of manufacture of "Instrument Cooling Fans / Motors", which in the context of Indian Accounting Standard (Ind AS) 108 on 'Operating Segments', constitutes a single reportable segment.
- 5 Exceptional items include:
  - a) the loss of Rs. 53.16 lakhs on discarding the furniture, fixture & other assets acquired with MIDC land and building by Holding Company from the liquidator of Shrenuj & Company Limited under E-auction process.
  - b) the gain of Rs. 14.06 lakhs on reversal of allowance for impairment in the value of investment in debentures of Reliance Capital Limited by Holding Company on receipt of full and final payment under resolution process of Reliance Capital Limited.
- 6 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Holding Company will assess the impact of the Code when it comes into effect and will record any related impact after the Code becomes effective.
- 7 The consolidated financial results of Rexnord Electronics and Controls Limited have been prepared in accordance with Ind AS 110 - 'Consolidated Financial Statements'. Financial results of the wholly owned subsidiary company, Rexnord Enterprise Private Limited (together referred to as the Group), have been consolidated with the
- 8 The Board of Directors of the Holding Company, in its meeting held on 13th November 2024, considered and approved allotment of 21,00,000 equity shares of face value of Rs. 10/- each to promoter/promoter group and non-promoter upon conversion of warrants on receipt of balance amount aggregating to Rs. 1716.75 lakhs (being 75% of the issue price of Rs. 109/- each) from the warrant holders pursuant to exercise of their option of conversion into equity shares in accordance with Regulations for Preferential Issue contained in Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended. The Holding Company had utilized this proceeds for long term working capital requirements and capital expenditure in accordance with the object of the issue.
- 9 The figures for the previous period/year have been regrouped/reclassified wherever necessary, to confirm to current period/year classification.

For and on behalf of the Board  
REXNORD ELECTRONICS AND CONTROLS LIMITED



KISHORECHAND TALWAR  
CHAIRMAN & MANAGING DIRECTOR  
DIN : 00351751

Place : Mumbai  
Date : 30th May 2025



**INDEPENDENT AUDITOR'S REPORT ON THE AUDIT OF THE CONSOLIDATED ANNUAL FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF  
REXNORD ELECTRONICS AND CONTROLS LIMITED**

**Report on the Audit of the Consolidated Annual Financial Results**

**Opinion**

We have audited the accompanying consolidated annual financial results of **Rexnord Electronics and Controls Limited** (hereinafter referred to as the 'Holding Company') and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") for the year ended 31<sup>st</sup> March 2025, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated annual financial results:

- a. include the annual financial results of the following subsidiary:  
Rexnord Enterprise Private Limited
- b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31<sup>st</sup> March 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act, and the Rules there under, 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 on the consolidated annual financial results.





## **Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results**

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 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 annual financial results 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 annual financial results by the Management and the Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each 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 respective Management and Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

## **Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

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





- Identify and assess the risks of material misstatement of the consolidated annual financial results, 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 through a separate report on the complete set of consolidated financial statements on whether the Group has adequate internal financial controls with reference to 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 in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated annual financial results of which we are the independent auditors. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other companies included in the consolidated annual financial results 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.



We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

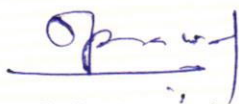
**Other Matter(s)**

The consolidated annual financial results include the results for the quarter ended 31<sup>st</sup> March 2025 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

**For R S Agrawal & Associates**

Chartered Accountants

(Firm Registration No.100156W)



O. P. Agrawal

Partner

M. No. 045862

UDIN: 25045862BMULBG1329



Mumbai, 30<sup>th</sup> May 2025





Date: May 30, 2025

To,  
**The Deputy General Manager,**  
BSE Limited,  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

Reg: Security Code No. 531888.

Sub: Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Ma'am,

Pursuant to the provisions of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by SEBI Notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and SEBI Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we hereby confirm that the Audit Reports by M/s. R. S. Agrawal & Associates, Chartered Accountants, Mumbai on the Audited Financial Results (i.e. Standalone & Consolidated) of the Company for the quarter and year ended March 31, 2025 are with an Unmodified Opinion.

Kindly take the same on your record.

Thanking you,

For **REXNORD ELECTRONICS AND CONTROLS LIMITED**

**KISHORECHAND KEWAL TALWAR**  
**CHAIRMAN AND MANAGING DIRECTOR**  
(DIN: 00351751)



**Annexure-I**

Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Particulars	Details
Reason for Change viz, appointment, death, resignation, removal or otherwise	Appointment of <b>M/s Krishna S &amp; Associates (FRN: 100939)</b> , Cost Accountants as the Cost Auditors of the Company on the recommendation of the Audit Committee, for the F.Y. 2025-26.
Date of Appointment & Terms of Appointment	Date of Appointment: May 30, 2025  The appointment of <b>M/s Krishna S &amp; Associates</b> , Cost Accountants as the Cost Auditors of the Company shall be for a period of 1 (one) year, with effect from April 1, 2025 till March 31, 2026
Brief Profile (in case of appointment)	M/s. Krishna S & Associates, Cost Accountants is a Mumbai based cost accounting firm with Mr. Krishna S (Membership No (Fellow 27415) as its proprietor. The firm is managed by the proprietor and his team. The firm was established in 2010. The firm specializes in Cost and Management Accounting and Cost Audits. The firm has successfully conducted Cost Accounting and Audits for many listed and unlisted companies in different industries like engineering, chemicals, pharmaceuticals, Bulk Drugs etc.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



**Annexure-II**

Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Particulars	Details
Reason for Change viz, appointment, death, resignation, removal or otherwise	Re-appointment of <b>M/s. R.J. Rathi &amp; Co.</b> , Chartered Accountants, as the Internal Auditors of the Company on the recommendation of the Audit Committee, for the F.Y. 2025-26.
Date of Appointment & Terms of Appointment	Date of Re-appointment: May 30, 2025  The Re-appointment of <b>M/s. R.J. Rathi &amp; Co.</b> , Chartered Accountants, as the Internal Auditors of the Company shall be for a period of 1 (one) year, with effect from April 1, 2025 till March 31, 2026.
Brief Profile (in case of appointment)	M/s R.J. Rathi & Co., Chartered Accountants, are practicing Chartered Accountants in practice since 1980 in Name & style as R. J. Rathi & Co. It is a Proprietary Concern. Their FRN is 130023W. They are engaged in Statutory Audit of Private Limited Companies & Branches of Some Ltd. Companies.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

### Annexure-III

Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Particulars	Details
Reason for Change viz, appointment, death, resignation, removal or otherwise	Appointment of <b>M/s. GMJ &amp; Associates</b> , Company Secretaries, Mumbai, as the Secretarial Auditors of the Company on the recommendation of the Audit Committee, for a period of five years w.e.f. April 01, 2025, to March 31, 2030, subject to the approval of members at the ensuing Annual General Meeting.
Date of Appointment & Terms of Appointment	Date of Re-appointment: May 30, 2025  The Re-appointment of <b>M/s. GMJ &amp; Associates</b> , Company Secretaries, as the Secretarial Auditors of the Company shall be for a period of 5 (Five) years, with effect from April 01, 2025, to March 31, 2030, subject to the approval of members at the ensuing Annual General Meeting.
Brief Profile (in case of appointment)	<b>M/s. GMJ &amp; Associates</b> , Company Secretaries is a Peer Reviewed Firm of Practicing Company Secretaries based at Andheri [East], Mumbai - 400 069 bearing ICSI Unique Code P2011MH023200 and Peer Review Certificate No.6140/2024.  The firm has an experience of more than 10 years in Secretarial Audit Services and provides audit services to the clients in Manufacturing of Chemicals, Pharmaceutical, Engineering Products, Generation of Solar Power, Electronics, Insurance, Hospitality, and Government Company.  The Firm consists of 4 full time Partners and 25 team members. Each of the Partners and senior team members have vast experience and exposure in their specialized areas in Corporate Laws such as Companies Act, FEMA & RBI Guidelines, SEBI Regulations with specific reference to SEBI LODR Disclosures, Insider Trading, Buy Back of securities, ESOP, Sweat Equity and Due Diligence.
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



**Annexure-IV**

**Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

Particulars	Details
Name of Director	Mr. Kishorechand Kewal Talwar, Chairman and Managing Director.
Reason for Change viz, appointment, <del>death,</del> <del>resignation, removal or otherwise</del>	Re-appointment of Mr. Kishorechand Kewal Talwar, above 70 years of age, as the Chairman and Managing Director of the Company for further term of 3 consecutive years on the recommendation of the Nomination and Remuneration Committee and subject to approval of members at the ensuing Annual General Meeting.
Date of Appointment & Terms of Appointment	Date of re-appointment: with effect from April 1, 2026  The appointment of Mr. Kishorechand Kewal Talwar, above 70 years of age, as the Chairman and Managing Director of the Company shall be for a period of 3 (Three) years, with effect from April 1, 2026 till March 31, 2029, subject to approval of members at the ensuing Annual General Meeting.
Brief Profile (in case of appointment)	Mr. Kishorechand Talwar is a B.A. (Diploma in Export Marketing) and is associated with the Company since July 4, 1988 as Director of the Company and has an experience of over 36 years to his credit. He is a prominent and successful Industrialist with a wide experience in the industry. He looks after overall affairs of the Company and plays an imperative role in the progress of the Company.
Disclosure of relationships between directors (in case of appointment of a director)	Mr. Kishorechand Kewal Talwar is related as father to Mrs. Nainy Kunal Tanna, Whole Time Director and Mr. Kundan Talwar, Chief Financial Officer of the Company.
Declaration	In accordance with SEBI instructions to Stock Exchanges dated June 14, 2018, we confirm that Mr. Kishorechand Kewal Talwar is not debarred from holding the office of the Director of the Company, by virtue of any SEBI order or any other such authority.

**Annexure-V**

**Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

Particulars	Details
Name of Director	Mrs. Nainy Kunal Tanna, Whole Time Director
Reason for Change viz, appointment, death, resignation, removal or otherwise	Re-appointment of Mrs. Nainy Kunal Tanna, as the Whole Time Director of the Company for further term of 3 consecutive years on the recommendation of the Nomination and Remuneration Committee and subject to approval of members at the ensuing Annual General Meeting.
Date of Appointment & Terms of Appointment	<p>Date of Appointment: with effect from April 1, 2026</p> <p>The appointment of Mrs. Nainy Kunal Tanna, as the Whole Time Director of the Company shall be for a period of 3 (Three) years, with effect from April 1, 2026 till March 31, 2029, subject to approval of members at the ensuing Annual General Meeting.</p>
Brief Profile (in case of appointment)	Mrs. Nainy Kunal Tanna is an M.Com, MBA in Marketing from NMIMS and Diploma in Export & Import and is associated with the Company since August 01, 2001 as Director of the Company and has an experience of over 24 years to her credit. She looks after Finance, Import and Export of the Company.
Disclosure of relationships between directors (in case of appointment of a director)	Mrs. Nainy Kunal Tanna, is related as daughter to Mr. Kichorechand Talwar, Chairman and Managing Director and as sister to Mr. Kundan Talwar, Chief Financial Officer of the Company.
Declaration	In accordance with SEBI instructions to Stock Exchanges dated June 14, 2018, we confirm that Mrs. Nainy Kunal Tanna is not debarred from holding the office of the Director of the Company, by virtue of any SEBI order or any other such authority.



### Annexure-VI

Disclosure required under Regulation 30 of SEBI Listing Regulations SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Particulars	Details
Name of Director	Mr. Mohan Rammurthi Iyer, Whole Time Director
Reason for Change viz, appointment, <del>death,</del> <del>resignation, removal or otherwise</del>	Re-appointment of Mr. Mohan Rammurthi Iyer, as the Whole Time Director for further term of 3 consecutive years on the recommendation of the Nomination and Remuneration Committee and subject to approval of members at the ensuing Annual General Meeting.
Date of Appointment & Terms of Appointment	Date of Appointment: with effect from May 12, 2026  The appointment of Mr. Mohan Rammurthi Iyer, as the Whole Time Director of the Company shall be for a period of 3 (Three) years, with effect from May 12, 2026 till May 11, 2029, subject to approval of members at the ensuing Annual General Meeting.
Brief Profile (in case of appointment)	Mr. Mohan Rammurthi Iyer was appointed as the Whole Time Director of the Company w.e.f May 12, 2023. He is a member of IME (Institution of Mechanical Engineers) and is associated with the Company since February 1, 2005 as an Export Manager of the Company and has an experience of over 20 years to his credit. He reports directly to the Chairman & Managing Director of the Company. He looks after Exports of the Company and plays an imperative role in the progress of the Company.
Disclosure of relationships between directors (in case of appointment of a director)	Mr. Mohan Rammurthi Iyer is not related with any Director of the Company.
Declaration	In accordance with SEBI instructions to Stock Exchanges dated June 14, 2018, we confirm that Mr. Mohan Rammurthi Iyer is not debarred from holding the office of the Director of the Company, by virtue of any SEBI order or any other such authority.