PCL/SEC/24-25/027 **6th July 2024**

To, **National Stock Exchange of India Limited,** "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 **NSE Scrip Code - PRECAM**	To, **BSE Limited,** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 **BSE Scrip Code – 539636**

Subject: Corrigendum to the Annual Report for FY 2023-24

Dear Sir/Madam,

This is in furtherance to our letter **PCL/SEC/24-25/023** dated 3rd July 2024 wherein the Company had submitted its Annual Report along with the Notice of the 32nd AGM to be held on Friday, 26th July 2024 at 3:00 P.M. (IST) via Video Conference / Other Audio-Visual Means and other Statutory Reports for FY 2023-24.

This is to inform you that certain typographical errors were noticed in the Annual Report FY 2023-24 after the same was dispatched on 3rd July 2024 through email.

In this regard, please note the following corrections made in the Annual Report FY 2023-24:

1. On page number 17, under **Segment Overview** inadvertently it was mentioned as- MEMCO, Nashik, demonstrated growth in total income, reaching ₹ 50.07 Crores in FY 2023-24, compared to ₹ 53 Crores in FY 2022-23 but it shall be read as **MEMCO, Nashik, experienced a decline in total income, recording ₹ 50.07 Crores in FY 2023-24, compared to ₹ 53 Crores in FY 2022-23**.

2. On page number 17, under **Segment Overview** inadvertently it was mentioned as- MFT, Germany, also experienced growth, with a total income of ₹ 160.81 Crores in FY 2023-24, up from ₹ 171 Crores in FY 2022-23 but it shall be read as **MFT, Germany, also experienced decline, with a total income of ₹ 160.81 Crores in FY 2023-24, falling from ₹ 171 Crores in FY 2022-23**.

3. On page number 18, under **Segment Overview** inadvertently it was mentioned as- EMOSS, Netherlands, witnessed a substantial increase in total income, reaching ₹ 147.69 Crores in FY 2023-24, compared to ₹ 231.5 Crores in FY 2022-23 but it shall be read as **EMOSS, Netherlands, witnessed a decline in total income, recorded at ₹ 147.69 Crores in FY 2023-24, compared to ₹ 231.5 Crores in FY 2022-23.**

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info@pclindia.in
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CIN L24231PN1992PLC067126

We are enclosing herewith the Annual Report of the Company along with the Notice of the 32nd AGM and other Statutory Reports for FY 2023-24 after incorporating the above corrections and the same is also available on the website of the Company at www.pclindia.in .

You are requested to take note of the same and take the Annual Report on record.

Thanking you,
For **Precision Camshafts Limited**

Tanmay Pethkar
Digitally signed by Tanmay Pethkar
Date: 2024.07.06 16:19:26 +05'30'

Tanmay M. Pethkar
Company Secretary and Compliance Officer
Membership No. A53618

PRECISION CAMSHAFTS LIMITED

32nd Annual Report 2023-24

where Passion
meets Performance



PURPOSE > PROWESS > PROGRESS

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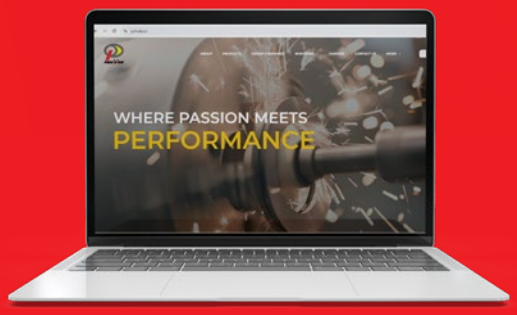
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Please find our online version at
https://pclindia.in/index.php/annual-report/

Scan todownload

Market Cap as of 31st March, 2024:	₹ 1880.72 Crores
CIN:	L24231PN1992PLC067126
ISIN:	INE484I01029
BSE Code:	539636
NSE Symbol:	PRECAM
Bloomberg Code:	PRECAM:IN
Dividend Declared:	Rs. 1 per equity share
AGM Date:	Friday, 26th July 2024
AGM Mode:	Video Conferencing and other audio-Visual Means (VC/OAVM

Disclaimer: This document contains statements about expected future events and the financials of Precision Camshafts '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.

PURPOSE.
PROWESS.
PROGRESS.



At Precision Camshafts Limited, our purpose is at the heart of everything we do. We are dedicated to creating camshaft solutions that not only meet but exceed the expectations of our customers and stakeholders. Our commitment to purpose extends beyond business success to making a positive impact on society and the environment. We strive to contribute to a sustainable future through responsible practices and meaningful initiatives.

Our journey is marked by a relentless pursuit of engineering excellence and innovation. With a team of highly skilled professionals and state-of-the-art technology, we push the boundaries of what is possible in camshaft manufacturing. Our prowess in precision engineering enables us to deliver products of exceptional quality, durability, and performance, setting new standards in the industry.

Progress is the cornerstone of our growth and success. We continuously challenge ourselves to evolve, adapt, and innovate in response to changing market dynamics and customer needs. Our focus on progress drives us to explore new technologies, expand our capabilities, and enhance our operational efficiency. We are committed to advancing the automotive industry and driving progress for a better tomorrow.

Together, these pillars of Purpose, Prowess, and Progress define who we are and guide our every endeavour. At Precision Camshafts Limited, we are not just shaping camshafts; we are shaping the future of mobility.

NURTURING PROGRESS WITH STEADY PERFORMANCE

Financial

₹ 674.61 Crores
Revenue (on standalone basis)

₹ 139.63 Crores
EBITDA

20.70%
EBITDA Margin

₹ 78.40 Crores
PAT

11.62%
PAT Margin

0.07
Debt to Equity

Operational

72%
Percentage of Capacity Utilisation of Machine Camshafts

91%
Percentage of Capacity Utilisation of Camshafts Casting

10.08 million
Total Camshafts Produced

1
Products Launched



Environment

67,632 m^3
Water Consumption

76,446.77 MT CO_2e
Total GHG Emission

81.300 million units
Electricity Generated

474.51 MT
Waste Management

Social

904
Employees

5.42
Male to Female Ratio of Employees

13,42,192
CSR Beneficiaries

154.53 Lakhs
CSR Expenditure

Governance

9
Directors on Board

4
Female Directors




100% electric
PRECISION
EMOSS
FUTURE INSIDE
EMOSS

ABOUT THE PRECISION GROUP

The Precision Group is a diversified conglomerate with a significant presence in the Indian manufacturing and technology sectors. The Group has established itself as a leader in several industries, including automotive components and electric drivetrains. The Group's commitment to innovation, quality, and sustainability has driven its success and growth over the years.

In the automotive sector, the Precision Group is known for its expertise in manufacturing precision components, such as balancer shafts, prismatic components and fuel injector components. Crucial for facilitating the smooth operation of vehicles, these components are supplied to leading automobile manufacturers in India and globally. The Group's focus on quality and technology has helped it maintain a strong market position and build long-term partnerships with its customers.



OUR STORY OF PURPOSE, PROWESS & PROGRESS

Established in 1992, Precision Camshafts Limited (also referred to as 'PCL', or 'We' or 'Our Company') stands as an esteemed and globally renowned manufacturer of top-tier camshafts. Our Company embodies a legacy of excellence since its inception. Through the years, we have consistently garnered a strong reputation, positioning ourselves as a trailblazer in the domain of camshaft manufacturing. Thereby establishing high benchmarks for innovation and quality within the industry.

PCL is an exclusive global supplier of a wide spectrum of camshaft solutions, ranging from cast iron and ductile iron to hybrid and assembled variants. Over the years, we have evolved to become a name known for pioneering growth through innovation and a commitment to delivering excellence. Our comprehensive product portfolio extends beyond camshafts, encompassing critical injector components, balancer shafts, and bespoke prismatic parts. As dedicated suppliers, we actively participate in forging collaborative partnerships. These initiatives help us contribute meaningfully to the relentless pursuit of excellence by esteemed OEMs worldwide.

Our operational footprint spans meticulously designed plants in Solapur and Nashik (Maharashtra), featuring four foundries in Solapur and six machine shops – four in Solapur and two in Nashik. Furthermore, our global reach is fortified by our state-of-the-art manufacturing facilities in Cunewalde (Germany) and Oosterhout (Netherlands). This highlights our indomitable dedication to serving a diverse clientele on an international scale.

What sets PCL apart is not solely our expansive geographic presence but, more importantly, our dedication to brilliance in manufacturing. Our avant-garde facilities and engineering prowess stand as distinguishing pillars, positioning us as a leading force in the industry. Our Company transcends being merely a Company; we are the living evidence of precision, innovation, and a firm commitment to the pursuit of excellence within the automotive manufacturing sector.

Our Ethos

Our Vision

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



Our Mission

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

Core Values

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



Our DNA

The Precision DNA is 'FIIERCE' which stands for forward looking – ingenious - indomitable – excellence – result-oriented – competence – energy.

Forward Looking

Future-ready team with a progressive business approach

Ingenious
Solution-oriented, innovative, and resourceful problem solving

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

Excellence

Constantly striving towards perfection

Result Oriented

Keen attention to details with sharp focus on the finish line

Competence

Process-driven company with strong technical & manufacturing expertise

Energy

High level of enthusiasm and restless for challenges

We are a future-ready team with a progressive business approach, providing solutions, raising benchmarks, constantly striving towards perfection with keen attention on to timelines, backed with strong technical and manufacturing expertise boost with high level of enthusiasm.

Our Stature

30+ Years
Experience in the automotive industry

50+
Marquee clients across the globe

300+ Engineers
Driving extensive production experience

150+ Variants
of Camshafts, majorly catering to passenger vehicles

45+
Customers

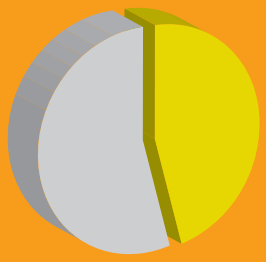
8 Facilities
Comprising four foundries and four machine shops in Solapur, Maharashtra



Performance



Volume Contribution (in %)

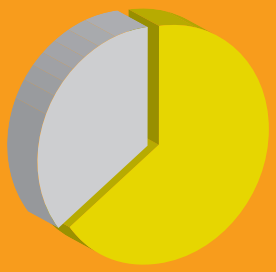


FY 2023-24

46 Machine Camshafts

54 Camshafts Casting

Volume Contribution (in %)



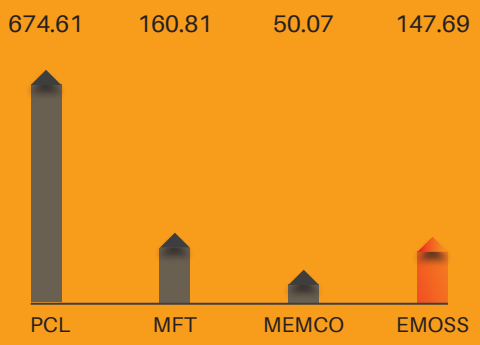
FY 2022-23

65 Machine Camshafts

35 Camshafts Casting

Consolidated Revenue Contribution for FY 2023-24

(₹ In Crores)



OUR MILESTONES MAP



2019

- Acquired Balance 5% Equity – MEMCO
- Disinvested from JVs in China – SLPCL & PCLSL

2020

- Acquired Balance 49% Stake – EMOSS
- Acquired Balance 24% Stake – MFT

2021

- Developed India's first Retrofitted Electric Mid-size Bus – Oranje Tiger
- MOU with Solapur Municipal Corporation and Other Private Companies for Electric LCV
- Expansion of EMOSS BV in to Additional 2nd plant

2022

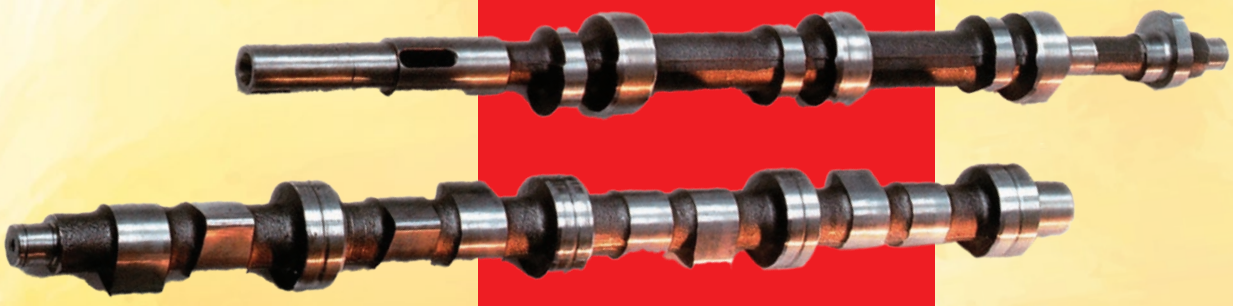
- Started Development of Retrofitted eLCV
- Diversified Product Portfolio at PCL (Other than Camshafts)

2023

- Enetered MOU with Prospective Customers for eLCV
- Achieved a Remarkable Milestone, Surpassing a Turnover of ₹ 1,000 Crores by the Precision Group

2024

- Started construction on a 25 Acres Greenfield Site For Specialised Machining Facility And Electric Vehicles



OUR RANGE OF EXCELLENCE

PCL's extensive product range includes a variety of camshafts, balancer shafts, injector components, and other automotive and non-automotive parts, tailored to meet the needs of OEMs worldwide. Additionally, we have engineered complete electric drivelines for heavy equipment and vehicles, cementing our leadership and innovation in the electric mobility sector. Through our relentless pursuit of prowess and progress, we continue to set benchmarks in the industry, ensuring that our products remain at the forefront of technology.

Camshafts

PCL specialises in producing chilled cast iron camshafts that meet the demanding requirements of the automotive industry. These camshafts are designed to perform well under high stress, provide efficient wear resistance even with minimal lubrication, and offer a competitive pricing. In addition, our products contribute to improved emissions and guarantee high-performance material behaviour. Our Company has successfully delivered these camshafts to markets in America, Europe, Asia, including the Indian Subcontinent and Japan.

PCL's current manufacturing capabilities include producing fully machined and as-cast camshafts made according to customer specifications. These camshafts cater to different engine types, including SOHC, DOHC, V6, and V8, with applications for both VCT and non-VCT systems.

Chilled Cast Iron Camshafts

Cast iron provides numerous advantages, including enhanced corrosion resistance, excellent castability, and consistent hardness and structure across sections. In camshaft manufacturing, this technology is further enhanced by manual chill placement, which increases the hardness of the cam lobes, ensuring superior performance and durability.

Ductile Iron Camshafts

Ductile iron, also known as spheroidal or nodular cast iron, is a contemporary metallurgical innovation. This material can be further strengthened through heat treatment, resulting in enhanced mechanical properties such as increased strength, toughness, and ductility.

Hybrid Camshafts

Camshafts produced using this technology can be made from chilled cast iron or ductile iron, with additional components such as steel trigger wheels and gears fitted onto them.

Assembled Camshafts

In this process, cam lobes, fuel lobes, trigger wheels, and other components are assembled onto a high-specification steel tube using force-free heat shrink technology. This method minimises internal stress generated during assembly, resulting in a longer product lifespan. Additionally, since no castings are required for assembled camshafts, the carbon footprint is reduced.







MEMCO Engineering

Fuel Injector Components

Fuel Injection components for conventional and DRDi Diesel Engines, like Nozzle Holder Body, and Nozzle Retaining Nuts, among others

Stainless Steel Components

Various components for instrumentation

MFT

Balancer Shafts & Assemblies

We manufacture fully machined, hardened and balanced (vertical and horizontal) balancer shafts and their assemblies made up of forged, ductile iron route.

Prismatic Components

We produce a variety of powertrain, brake and chassis components, and also engage in machining all casting materials (GG, GGG, Aluminium).

Camshafts

We create a diverse range of camshafts for auto OEMs.

EMOSS

Drivelines

Today's transporters face significant challenges in meeting strict pollutant emissions and noise regulations while adhering to precise delivery time slots. To help address such issues, we specialise in designing, developing, and producing cutting-edge electric drivelines and battery packages. Our solutions enable the seamless transformation of any vehicle into an efficient and environmentally friendly electric vehicle (EV).

EV Buses

The automotive industry requires valve-train components tolerant to increased stress that offer low wear resistance even with the least lubrication. Our Company meets this demand through electric public transportation solutions, such as electric buses that are emission-free, noiseless, and vibration-free. In the process, we not only help enhance the comfort of public transport but also promote environmental sustainability. Our EMOSS e-Bus represents the next generation of electric buses for both public and commercial transportation, available in a variety of sizes to suit different needs.

In sparsely populated areas, public transportation presents a challenge for specialised routes catering to small groups of people. We believe in making zero-emission transport accessible to everyone, regardless of location or route complexity. As such, our drivelines are designed with passengers in mind, ensuring they are extremely quiet, comfortable, and wheelchair-accessible.

EV Trucks

We specialise in the design, development, production, and testing of innovative electric drivelines. Using our modular system, we convert a wide range of vehicles to run on electric power, including delivery vans, full electric trucks, and range-extended electric semi-trucks.

PROPELLING FORWARD WITH OUR
WORLDWIDE REACH

Harnessing our expertise and resources with unfaltering prowess, we have strategically established a robust presence in key global markets. This has enabled us to meet the diverse customer needs across different regions. Our commitment to progress ensures we continually adapt and excel across different regions.



Disclaimer : This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind in connection with its accuracy or completeness.

ADVANCING WITH A STELLAR MARQUEE CLIENTELE

Strong Portfolio of Clients

E-MOBILITY

FUTURE INSIDE

TRANSPORTATION (PRIVATE SECTOR)

CWS, OSHKOSH, BREYTNER, H&M, Heineken, IKEA, QUANTRON, connexxion



coop, einride, MELLOR, NIINIVIRTA, LIDL, DSV Global Transport and Logistics



MAMMOET

ROAD SWEEPER (PUBLIC SECTOR)

RAVO FAYAT GROUP



BUCHER municipal



WASTE MANAGEMENT

Waste Management, ferrovial, The Complete Refuse Vehicle Solution, Geesinknorba Group



FIRE TRUCK (OEM)



AUTOMOTIVE

PRECISION

Ford, TOYOTA, MARUTI SUZUKI, HYUNDAI, KIA, RENAULT NISSAN MITSUBISHI, LEEWON PRECISION, MUSASHI, SCHLEICHER

FIAT, PORSCHE, Mahindra, TATA, ESCORTS, SONALIKA INTERNATIONAL, MAHLE, ROYAL ENFIELD, KNORR-BREMSE

COMMON → GM, OPEL, PSA GROUPE, Mercedes-Benz, BMW

MFT performance erfahren

VW, SHW, Audi, WESTFALIA, LINAMAR, RENAULT, HATZ DIESEL, SUZUKI, GKN

COMMON → BOSCH Invented for life

MEMCO ENGINEERING PVT. LTD

Endress+Hauser

Delphi-TVS Technologies

MESSAGE FROM THE CHAIRMAN & MD



"At Precision Camshafts Limited, our values of Purpose, Prowess, and Progress drive our every endeavour. We believe in the power of Purpose, aligning our actions with a greater vision to create meaningful impact in everything we do. With Prowess, we strive for excellence, pushing boundaries and setting new standards in the industry."

Dear Stakeholders,

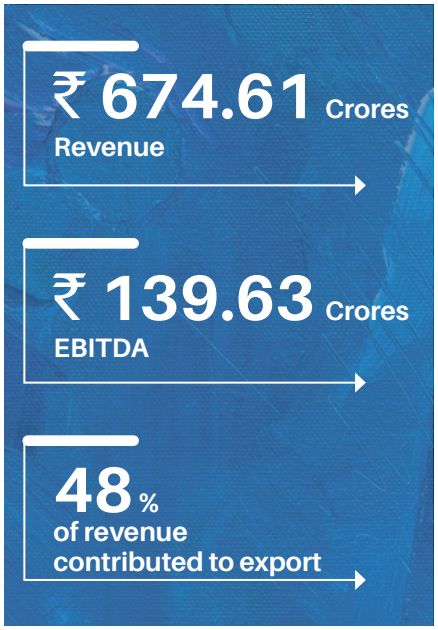
I am pleased to share Precision Camshafts Limited's Annual Report for FY 2023-24. Despite facing several global economic challenges, we delivered a resilient performance driven by our pursuit towards achieving excellence and fostering innovation as we progress towards Lakshya 2030.

At Precision Camshafts Limited, our values of Purpose, Prowess, and Progress drive every endeavour we undertake. We believe in the power of Purpose, aligning our actions with a greater vision to create meaningful impact in everything we do. With Prowess, we strive for excellence, pushing boundaries and setting new standards in the industry. Through Progress, we embrace innovation and continuous improvement, ensuring that we evolve with the changing times. Together, these values guide us as we navigate challenges, seize opportunities, and chart a course towards a brighter, more sustainable future.

Economic Conditions

The Indian economy demonstrated remarkable resilience amid global economic uncertainties, achieving over 7% growth for the third consecutive year. Projections indicate further expansion by 7% only in FY 2024-25, driven by increased public sector investment, a strong financial sector, and significant growth in non-food credit.

India has solidified its position as the world's third-largest fintech economy, trailing only the USA and the UK. Surpassing Hong Kong, India now holds the fourth spot in global stock markets, signalling robust domestic and international investor confidence, buoyed by sustained IPO activity. The Indian Government is actively



pursuing an economic policy agenda to revitalise the country's growth trajectory, focusing on reviving the financial sector, streamlining business regulations to spur economic activity, and bolstering physical and digital infrastructure to enhance connectivity and competitiveness in manufacturing.

Industry Landscape

The Indian automobile industry has served as a trustworthy indicator of economic well-being for long, reflecting the nation's growth and technological advancements. The country commands a significant position in the global heavy vehicles market, ranking as the largest producer of tractors, the second-largest manufacturer of buses, and the third-largest producer of heavy trucks worldwide. According to the Society of Indian Automobile Manufacturers (SIAM), the industry produced 2,84,34,742 units in FY 2023-24 reflecting a 9.6% increase over FY 2022-23. The sector is poised for future growth, driven by trends such as vehicle electrification, especially in three-wheelers and small passenger cars. One key trend that will shape our future is the transition to EVs. With the Government targeting 30% EV penetration by 2030, the demand is expected to surge.

Company & Segment Overview

The Precision Group currently operates 14 plants in 3 countries, serving over 50 renowned global customers and manufacturing more than 15 diverse products for various industries, primarily focussed on the automotive space. With a global workforce exceeding 2500+ employees, Precision Camshafts Limited has consistently achieved a year-on-year (YoY) growth rate of 12.16%. We have actively pursued the development, validation, and supply of new components and materials throughout our journey. Our offerings have extended beyond camshafts, catering to customers who are powertrain agnostic and not reliant on internal combustion engines (ICE). Furthermore, we have formed a dedicated team to diversify our product portfolio and expand the customer base to ensure future readiness in line with the targets set during Lakshya 2030. By successfully expanding our camshaft business with existing customers and acquiring new ones, we continue to strengthen our client base, positioning ourselves for sustained growth.

Segmental Overview

MEMCO, Nashik, experienced a decline in total income, recording ₹ 50.07 Crores in FY 2023-24, compared to ₹ 53 Crores in FY 2022-23. Our Company aims to further expand its business by acquiring new customers while retaining existing ones.

MFT, Germany, also experienced decline, with a total income of ₹ 160.81 Crores in FY 2023-24, falling from ₹ 171 Crores in FY 2022-23.

Looking ahead, we anticipate ongoing challenges but remains focussed on growth. EMOSS, Netherlands, witnessed a decline in total income, recorded at ₹ 147.69 Crores in FY 2023-24, compared to ₹ 231.5 Crores in FY 2022-23. EMOSS has a positive order book for the next two to three years.

Financial Performance

PCL's revenue from operations reached ₹ 674.61 Crores in FY 2023-24. The EBITDA for FY 2023-24 is ₹ 139.63Crores, compared to ₹ 117.97 Crores in FY 2022-23. The PAT was recorded at ₹ 78.40 Crores for the fiscal year, compared to ₹ 60.94 Crores in the previous year. With regard to exports, the total value accounted for 48 % of the year's sales, while the remaining balance constituted domestic sales. We are optimistic and taking strategic actions to further strengthen our topline as well as bottom line, going ahead.

Electric Mobility

In line with the progress of e-mobility in India, PCL is actively focussed on developing an electric powertrain tailored for sub-four-ton LCVs, targeting the thriving Indian market. This effort culminated in the successful delivery of our electric commercial vehicles to valued customers in November 2023. Such positive impacts of our innovations on businesses and the environment act as a driving force for all our endeavours.

PCL has successfully delivered electric light commercial vehicles (eLCVs) to a diverse range of customers across India. This marks a significant step in ensuring customer confidence in the reliability, efficiency, and performance of the EMOSS re-powered electric light commercial vehicles.

We are also working closely with our valued customers to understand their unique operational needs and challenges. The positive feedback that we have received reinforces our belief that EMOSS EVs are not only environmentally friendly but also offer practical and cost-effective solutions for businesses. Thus, these vehicles entail a lower cost of ownership compared to diesel vehicles. The positive interactions we have had with state and city officials and private corporations have further reinforced our confidence in our E-mobility offerings for the country.

PCL is forging multiple supplier and customer partnerships in India, anticipating that these collaborations will be pivotal in the swift development, implementation, and furthering of our E-mobility initiatives. We anticipate continued growth in our Indian operations over the next three to four years. At the same time, we are actively directing our attention towards the European market, which presents steady demand and promising order prospects.

Lakshya 2030

Our inaugural annual offsite meet, 'Lakshya 2030', held from 4th March to 8th March 2024, across Solapur and Mahabaleshwar, was a dynamic and purpose-driven event. The Solapur segment focussed on setting expectations, benchmarking manufacturing practices, fostering cross-company collaboration, and establishing high standards for operational excellence. The second part of our offsite meeting took place at the scenic hill station of Mahabaleshwar. Amid stunning landscapes, we engaged in team-building exercises, strengthened bonds, and collectively crafted vision and mission statements.

Speaking of PCL's initiatives towards boosting organisational growth, we are taking several steps to enhance our manufacturing capabilities further. Firstly, we are in the process of introducing a highly automated assembly line for camshafts, which will improve efficiency and quality in production. Additionally, our Company is setting up a new manufacturing facility dedicated to producing EV transmission parts. Through this facility, we will integrate the latest technology to meet the growing demand for electric vehicles.

Furthermore, PCL is investing in a green sand facility to manufacture products like differential cases and housings, aligning with our commitment to sustainable practices. We are also driving continual improvement through automation and productivity enhancement initiatives across our operations. These efforts are in line with our goal to remain at the forefront of innovation and efficiency in our industry. All these initiatives not only align with our individual Company

Our inaugural annual offsite, 'Lakshya 2030', held from 4th March to 8th, 2024, across Solapur and Mahabaleshwar, was a dynamic and purpose-driven event. The Solapur segment focused on setting expectations, benchmarking manufacturing practices, fostering cross-company collaboration, and establishing high standards for operational excellence.

only align with our individual Company goals but also solidify our commitment to a shared vision, propelling us towards a prosperous future.

Our People

At PCL, we are dedicated to providing our employees with a safe and healthy work environment. Our Company prioritises employee development by investing in various training programmes, mentorship, and performance evaluations to enhance career growth and skills. We also focus on employee engagement through team-building activities and recognition programmes, fostering a culture of diversity and inclusion with equal opportunities for all employees.

Safety considerations form an integral part of PCL's commitment towards employee welfare. As such, we ensure strict adherence to occupational health and safety regulations. Appropriate safety training is provided to all employees and robust safety protocols are maintained to ensure a safe workplace environment for them. Through these initiatives, we demonstrate our commitment to the well-being and professional growth of our valued employees.

Sustainability Commitment

PCL places a strong emphasis on environmental stewardship. Recognising the importance of safeguarding the environment, we have undertaken significant initiatives to minimise our Company's environmental footprint. We have implemented in-house water treatment activities to recycle water and have established treatment plants. We have also created green covers across our facilities.

In terms of corporate social responsibility (CSR), we are actively engaged in educational and healthcare activities aimed at improving the communities in which we operate. By focussing on sustainable practices and community development, PCL is dedicated to nurturing sustainable communities and fostering a future that prioritises environmental sustainability.

Way Forward

Over the past thirty years, we have established our Company as a paragon of excellence, competitiveness, and customer-centricity. Our commitment to quality has earned us global acclaim as a premier manufacturer of camshafts for passenger cars, with a remarkable 70 % market share in India alone. As we move forward, we are excited to explore new opportunities in the automotive industry, particularly in the realm of electric vehicles.

I want to extend my heartfelt gratitude to my esteemed colleagues on the Board for their support and encouragement. Their guidance has been instrumental in our success. I also want to express my sincere appreciation to our exceptional Management Team, dedicated staff, and dependable suppliers for their tireless efforts and commitment to excellence.

Above all, I am deeply grateful to our stakeholders for their firm belief, continued trust, and invaluable contributions. Your consistent support is essential as we embark on this journey towards further growth and innovation. Let us continue to work together, striving for excellence and shaping the future of Precision Camshafts.

Warm regards,

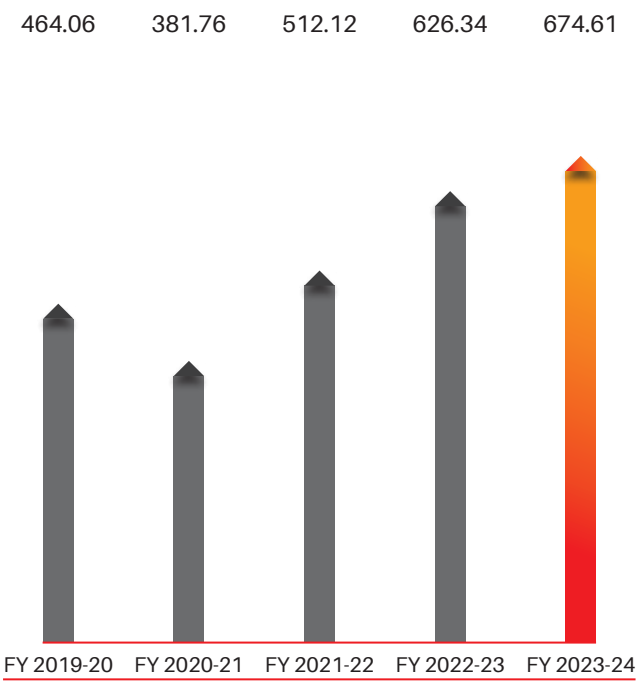
Yatin S. Shah
Chairman & Managing Director



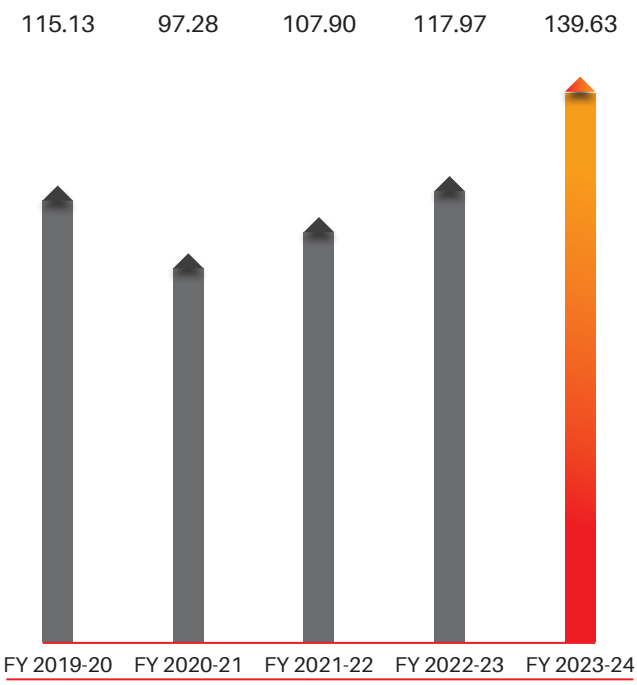
STRENGTHENING FOUNDATION WITH ROBUST

FINANCIAL PERFORMANCE

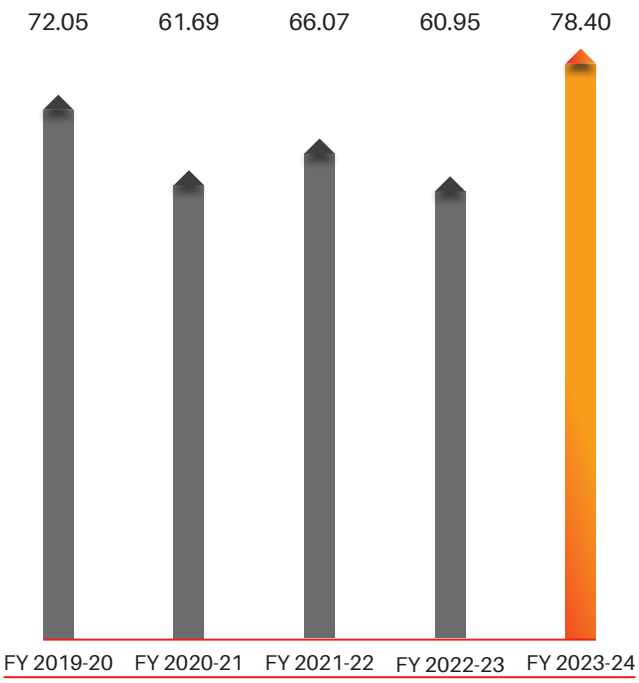
Revenue (₹ In Crores)



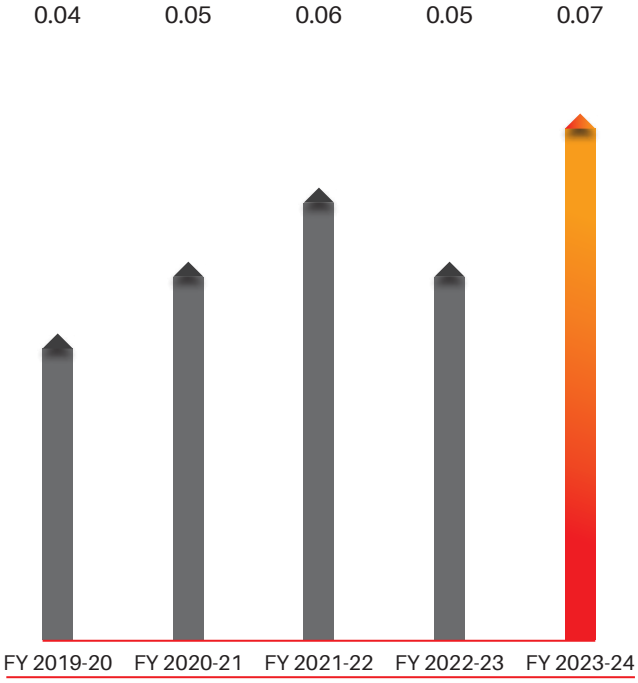
EBITDA (₹ In Crores)



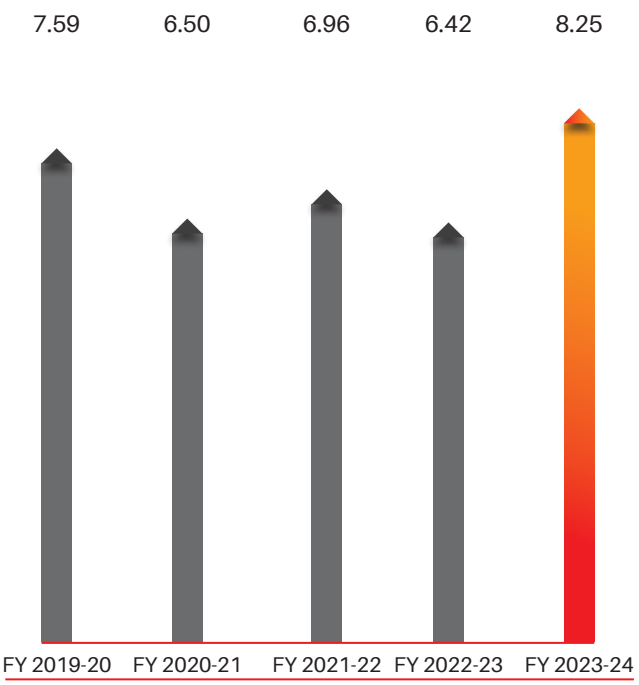
Profit After Tax (₹ In Crores)



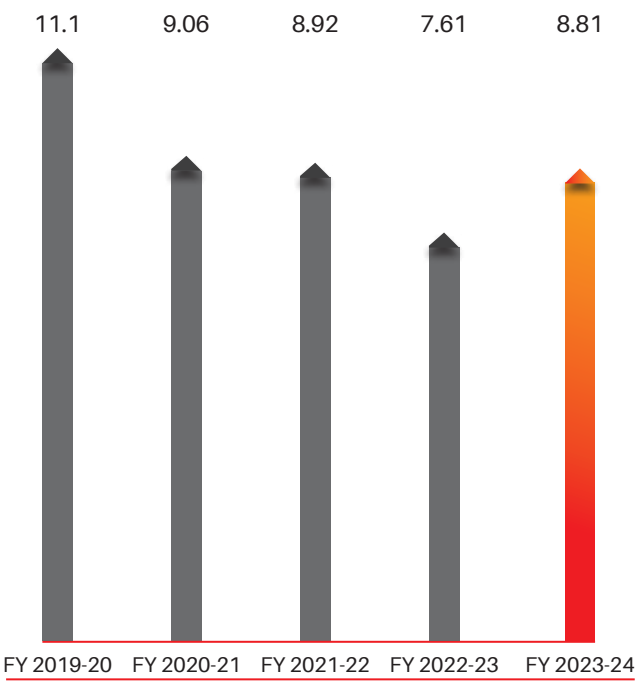
Debt-to-Equity Ratio (%)



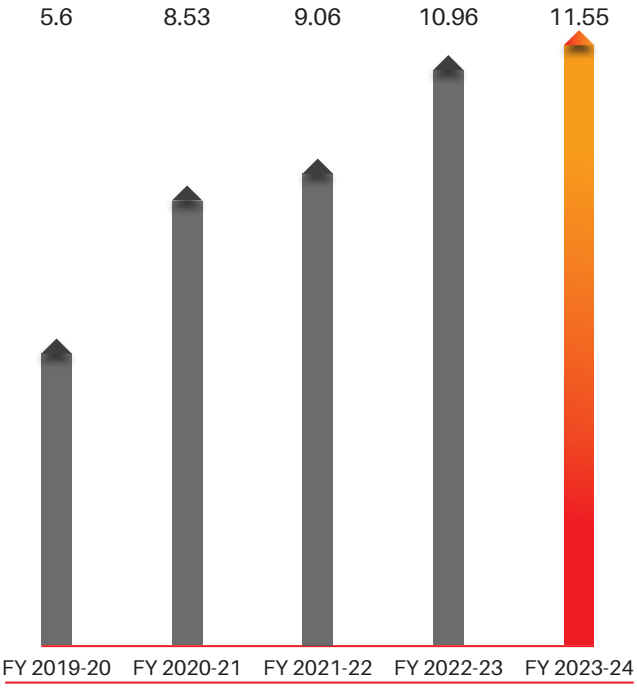
EPS (In ₹)



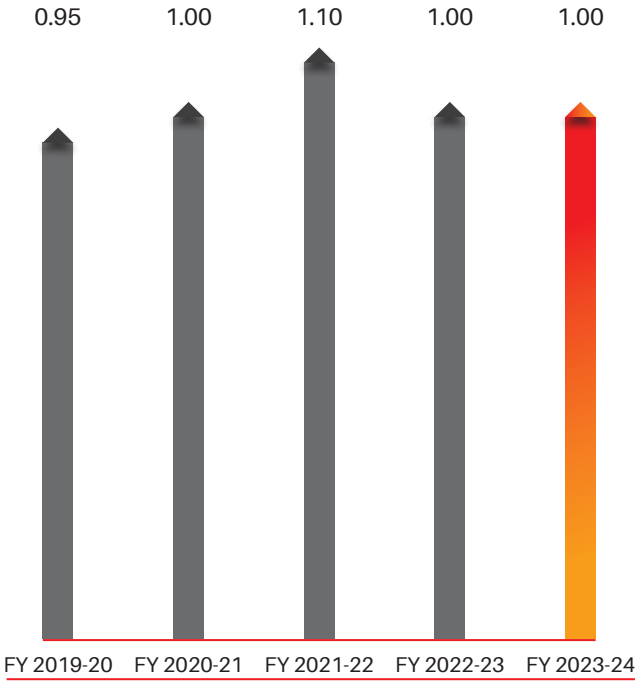
Return on Equity (in %)



ROCE (In %)



Dividend Per Share (In ₹)



UNDERSTANDING OUR OPERATING ENVIRONMENT BETTER

PCL operates in a dynamic and competitive environment influenced by rapid technological advancements, changing customer demands, and fluctuating market conditions. Our operations are also shaped by global economic trends, regulatory changes, and industry specific challenges. To navigate this ever-changing landscape, we continuously innovate, adapt, and optimise our strategies, ensuring our position as a key player in automotive and precision engineering.

Economic Conditions

The Indian automobile industry has served as a reliable indicator of the economy's well-being for a considerable time, mirroring both its growth and technological advancements. The country has a robust standing in the global heavy vehicles market, evident in its rankings as the largest producer of tractors, the second-largest manufacturer of buses, and the third-largest producer of heavy trucks worldwide. As per reports by the Society of Indian Automobile Manufacturers (SIAM), the industry produced 2,84,34,742 units in FY 2023-24 reflecting a 9.6% increase over FY 2022-23.

Looking ahead, the automobile sector is poised for considerable growth, driven by trends such as vehicle electrification, especially in three-wheelers and small passenger cars. A key trend likely to shape is the transition to EVs. With the Government targeting 30% EV penetration by 2030, the demand is expected to surge, positioning the Indian industry for continued progress.

Government Policies

The Indian Government is actively encouraging foreign investment in the automobile sector, allowing 100% FDI under the automatic route. In accordance with these regulations, our Company has constructed robust infrastructure, incorporated cutting-edge machinery, and integrated our technological prowess to manufacture top-quality camshafts for our clients.

The Government has also implemented a Battery-Swapping Policy, allowing the exchange of depleted batteries for charged ones at designated stations. These trends have, in turn, made electric vehicles a more attractive option. Additionally, the Production Linked Incentive Scheme (PLI) for the automotive and auto components sector has attracted substantial proposed investments.

Make in India 2.0 is another noteworthy Government initiative aiming to foster investment and innovation, and incorporate modern manufacturing infrastructure across various sectors. The automotive sector is also included in this programme, which has bolstered demand in the country's camshaft industry.

Furthermore, the Automotive Mission Plan 2016-26 (AMP 2026), a collaborative vision of the Government and the automotive industry, outlines a strategic roadmap for sectoral growth over the next decade. It focusses on enhancing the industry's size, contribution to the country's development, global competitiveness, technological advancements, and institutional capabilities.



Trends & Opportunities

The automotive industry is experiencing a noticeable transformation, driven by evolving customer preferences and technological advancements. A key trend shaping the industry is the rise of digital sales channels and dealership models. Customers now seek transparency and convenience in their vehicle purchases, prompting OEMs to embrace digital platforms for sales. Some OEMs have successfully shifted to agency models, while others are exploring hybrid models that blend traditional dealership approaches with digital elements.

Another notable trend is the increasing popularity of alternative mobility and ownership models. With changes in the work culture and consumer preferences, there is a growing demand for vehicle leasing, subscription-based ownership, and innovative mobility solutions like ride-hailing and sharing. This trend reflects a shift towards more flexible and cost-effective modes of transportation.

Furthermore, there is a strong focus on enhancing the customer experience and product quality in the automotive industry. Customers expect a seamless and hassle-free experience throughout their entire automotive journey, from the purchase to the after-sales services. As such, OEMs are placing greater emphasis on understanding and meeting these expectations, recognising the key role of customer satisfaction in achieving sustained industrial growth.

Contributing to India's e-LCV Development

Our mission is to drive the electrification of vehicles in an eco-conscious manner. In our 're-powering' process, we infuse new life into diesel commercial vehicles by converting them into fully electric vehicles (EVs). Our immediate objective is to convert existing internal combustion engine (ICE) vehicles into EVs. This development would pave the way for our Company to evolve into an original equipment manufacturer (OEM) in the EV space.

After thorough research and gathering insights from potential customers in India, we have identified a promising Indian-made light commercial vehicle (LCV). Our EV experts in the Netherlands have worked closely with our local team to successfully convert a prototype of this LCV into an electric vehicle. This electric LCV is now ready for testing and demonstration in India, marking a vital milestone for our Company.

Furthermore, our team is nearing completion of the localisation of the electric powertrain. We distributed 22 EVs in November-December 2023. This achievement not only aligns with the country's Make in India initiative but also ensures that our electric vehicles are well-suited for Indian driving conditions and meet the expectations of commercial customers.

INVESTMENT CASE

We are a globally recognised leader in producing high-end automotive solutions. We are renowned for our innovation, quality, and commitment to sustainability. With a diverse portfolio of 15+ products and a workforce of 2500+ employees, our Company continues to push boundaries, setting new standards for excellence in the industry.



Tremendous Prospects in the Indian Automobile Market

The Indian automotive sector is anticipated to reach USD 300 billion by 2026, riding on robust growth fuelled by a rising middle-income consumer base and a dynamic youth population. The nation has emerged as a key global player, with a CEEW study projecting a USD 206 billion opportunity for EVs by 2030. This forecast entails a USD 180 billion investment in manufacturing and charging infrastructure.

Powering Ahead with Camshafts

PCL is a front-runner in India's camshaft manufacturing landscape, boasting an impressive ~70% market share and steering the nation's automotive industry towards precision engineering. We have a robust ~9% market share in the global camshaft industry.



R&D and Technological Prowess

Our dedicated R&D team propels the Precision Group forward by staying ahead of the latest trends in camshafts and electrification. We develop cutting-edge products to evolve continuously, offering value-added components that seamlessly adapt to the ever-changing industrial dynamics.

Financial Resilience

The Precision Group boasts a robust financial profile that is strategically positioned to pursue ambitious growth targets. Our optimal financial structure, coupled with the ability to maintain healthy cash and bank balances, empowers us to achieve operational and strategic objectives with precision.

Commitment to Shareholder Returns

Our commitment to shareholder enrichment is substantiated by a consistent track record of financial performance. This stability stands as concrete validation of our well-defined business strategies, operational efficiency, and adaptability in navigating shifting market conditions.

ABOUT LAKSHYA 2030

PCL's inaugural annual offsite, 'Lakshya 2030', took place from 4th to 8th March, 2024 in Solapur and Mahabaleshwar. This dynamic and purpose-driven gathering was designed to chart a bold course for Precision Camshafts Limited (Solapur) and its subsidiaries, including Memco Engineering Private Limited (Nashik), MFT Motoren Und Fahrzeugtechnik GmbH (Germany), and EMOSS (Netherlands), till 2030.

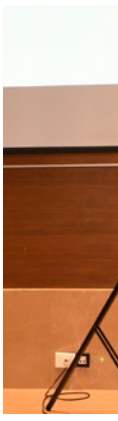
The Solapur segment focussed on establishing expectations, benchmarking manufacturing practices, fostering cross-company collaboration, and setting high standards for operational excellence. Detailed presentations from each group company illuminated strategic growth pathways.

The second leg of our journey took us to the picturesque hill station of Mahabaleshwar. Amid the stunning landscapes, we engaged in team-building exercises, strengthened bonds, and collectively crafted our vision and mission statements. While these sessions aligned with the individual company goals, they also solidified our commitment to a shared vision, propelling us towards a prosperous future.
















LAKSHYA
2030
PRECISION GROUP





LEVERAGING OUR PROWESS TO INNOVATE

Innovation forms the core of our journey towards Lakshya 2030. We recognise that innovation is not just a strategic imperative but also a key driver of sustainable growth and competitive advantage in the rapidly evolving automotive industry landscape. By fostering a culture of innovation across our operations, from product design and manufacturing to customer engagement and business processes, we are poised to transform challenges into opportunities and achieve our ambitious goals for 2030.

Our Progress

- Completed first CAE simulation for estimating dynamic loads on camshafts, focussing on high cycle fatigue (HCF)
- Fine-tuned chemical composition

Lakshya 2030 Targets

- Implementing a strong and robust process for new product development
- Development in camshafts and crankshafts
- Differential cases/housings
- Electric vehicle (EV) transmission parts
- Products developed through Joint Ventures (JVs)



ENVISIONING CUSTOMER-CENTRIC PROGRESS

Our commitment to delivering excellence in precision engineering and innovative solutions is not just a business goal, it is a promise we make to every customer. Each interaction with our customers is an opportunity to build trust and exceed expectations, driving us closer to our vision of being the most preferred camshaft supplier globally. For our Company, customer satisfaction is not just a metric but the cornerstone of our success and the guiding principle behind every decision we make.

Lakshya 2030 Targets

- Customers from Europe
- Customers from India
- Enhancing marketing network with customers











FOSTERING PROGRESS WITH TECHNOLOGY

In an era of fast technological advancements, we recognise the crucial role of technology in shaping our ambitious goals towards Lakshya 2030. We understand that embracing cutting-edge technologies is not just a strategic imperative but also a pathway to sustainable growth and global competitiveness. By utilising technology innovatively, PCL aims to upgrade manufacturing processes, develop high-performance products, and build stronger customer relationships.

Our Progress

- Developed local solutions for complex laser structures
- Developed local solutions for deep rolling machine

Lakshya 2030 Targets

- Implementing a highly automated assembly line for camshafts
- Establishing a manufacturing facility for the EV transmission parts and integrating related technology
- Introducing a green sand facility for producing products like differential cases and housings
- Implementing continual improvement drives, including automation and productivity enhancement



ACHIEVING GOALS WITH PRECISION

As we set our sights on Lakshya 2030, our journey ahead is defined by a relentless pursuit of efficiency. This aspect forms the cornerstone of our strategy, guiding all our endeavours to meet the challenges of tomorrow head-on. In our quest for excellence, efficiency serves as our compass, directing us towards sustainable growth, innovation, success and leadership in the automotive industry.

Our Progress

- Elevated internal talent from line supervisors to section heads
- Integrated new talent from diverse backgrounds at division-head levels
- Introduced special operation machines like hirth milling, pin turning/grinding, and deep rolling
- Started induction hardening for all ductile iron tools to improve tool life from 40K to 70K cycles



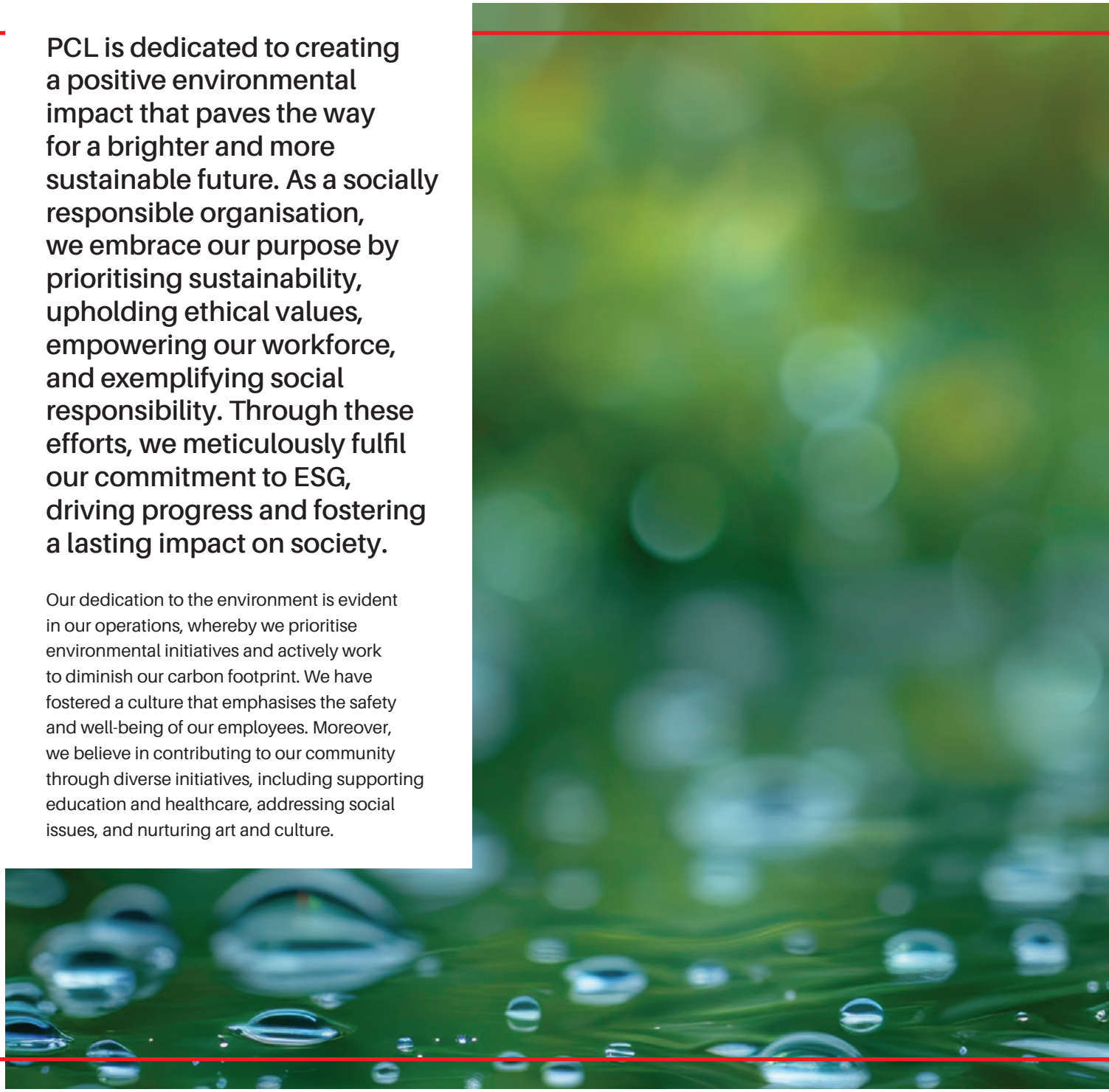
Lakshya 2030 Targets

- Ensuring competitive pricing
- Implementing robust pollution-control systems in the foundry and machine shop to meet dynamic MPCB guidelines
- Planning for future projects with minimal workforce-dependent processes
- Implementing employee-friendly HR policies to enhance employee engagement
- Focussing on improving the work culture
- Ensuring proper recognition of employee contributions

ALIGNING ENVIRONMENT CONSERVATION WITH PROGRESS

PCL is dedicated to creating a positive environmental impact that paves the way for a brighter and more sustainable future. As a socially responsible organisation, we embrace our purpose by prioritising sustainability, upholding ethical values, empowering our workforce, and exemplifying social responsibility. Through these efforts, we meticulously fulfil our commitment to ESG, driving progress and fostering a lasting impact on society.

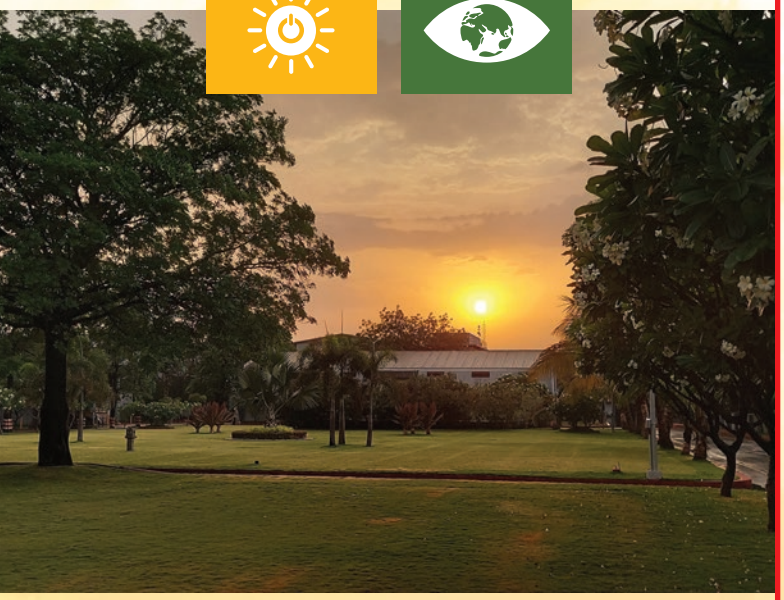
Our dedication to the environment is evident in our operations, whereby we prioritise environmental initiatives and actively work to diminish our carbon footprint. We have fostered a culture that emphasises the safety and well-being of our employees. Moreover, we believe in contributing to our community through diverse initiatives, including supporting education and healthcare, addressing social issues, and nurturing art and culture.





SDGs Impacted





Environmental Leadership

At PCL, environmental sustainability lies at the forefront of our business operations, as we proactively deploy diverse strategies to curtail resource consumption, optimise resource utilisation, and diminish emissions. Our commitment to contribute towards a cleaner planet is highlighted by our significant investments in environmental sustainability, which are integral to our manufacturing processes.

Our commitment extends to enhancing process efficiency and elevating energy management practices to meet our environmental sustainability objectives. We persistently work towards augmenting the use of renewable energy sources, rigorously complying with environmental regulations to safeguard and preserve the environment for future generations.

Emissions Scope 1, 2, and 3

We prioritise emission management as a crucial aspect of our business. While facing challenges in achieving yearly energy and CO^2 reductions, our focus on increasing efficiency and fuel use alterations guides future improvements. Our strategic plan involves integrating new technologies and exploring innovative approaches for emission reduction.

Already, PCL's sustainability efforts have led to significant emissions reductions, and we are aiming for a 7% cut in Scope 1 and 2 emissions by 2030. We actively plan to implement renewable energy sources. We are developing a comprehensive GHG Management System, measuring Scope 1, Scope 2 (location-based), and Scope 3 emissions, emphasising our commitment to a holistic approach, andcovering factors like paper consumption, food waste, and employee transport.



Water and Energy Management

Water is a crucial element in PCL's operations, serving diverse purposes such as domestic use and industrial processes like manufacturing, cooling, and cleaning. We are committed to promoting sustainable water usage within our facilities, emphasising efficient utilisation at both process and domestic levels. Groundwater is our primary water source, so we continuously monitor and analyse water consumption to understand usage patterns and enhance our water management framework.

Additionally, energy efficiency is a top priority for PCL. We strive to achieve a 5% reduction in energy consumption through the implementation of innovative technologies, energy conservation practices, and efficient project development. By adopting measures to reduce specific energy consumption, we aim to successfully meet our sustainability goals and targets.





Sustainable Energy Practices at PCL

PCL is actively dedicated to utilising renewable energy sources and reducing energy consumption, ensuring sustainable electricity usage for future generations. To honour this commitment, we recently completed the construction of a 15 MW solar power plant at Mangalwedha, which it was connected to the grid with net metering in July 2023. Anticipated to generate ample electricity to meet the entire energy needs of the facility, any surplus power will be directed to the grid. This installation marks a significant achievement in our quest to reduce carbon emissions by 20% before 2025. Beyond contributing to environmental sustainability, the solar power plant is expected to yield cost savings, underscoring the mutually beneficial impact of this initiative on both our Company and the environment.

Sustainable Waste Practices at PCL

Our Company acknowledges the critical importance of waste management and has implemented a robust framework to address sustainability challenges. We are primarily focussed on reducing waste generation throughout our operations. With regard to material use and manufacturing processes, conscious efforts are made to minimise waste. Going beyond mere compliance, we adhere to the principles of Reduce, Reuse, and Recycle, ensuring effective waste management.

For all the waste generated by our facilities, we adhere to local, regional, and national regulations. The waste management strategy encompasses collection, segregation, management, and disposal. To treat wastewater, we operate an in-house sewage treatment plant (STP), where the resulting biological and chemical sludge is repurposed as fertiliser in gardening. This holistic approach underscores our commitment to sustainable waste practices and environmental responsibility.





Effluent Management

Effluent management stands as a pivotal element in PCL's waste management strategy, as our Company aspires to be water-positive. Our primary focus is on minimising effluents and maximising recycling and reusing practices within our facilities. Through continuous monitoring and review, we identify and address gaps in our effluent management system.

To handle the effluents generated, we have implemented an effluent treatment plant, significantly reducing the impact on nearby water resources. Emphasising the recycling of domestic water, we have installed a sewage treatment plant at our manufacturing facility. The treated water is then recycled and reused for purposes such as toilet flushing and gardening. Remarkably, 100% of the water used for gardening at PCL is sourced from their Effluent Treatment Plant, showcasing a comprehensive commitment to sustainable water practices.

EMPOWERING OUR WORKFORCE TOWARDS PROGRESS

Precision Camshafts is dedicated to fostering holistic development and establishing strong connections with both its employees and the community. We wholeheartedly embrace the principle of inclusive growth and remain firm in upholding this fundamental value throughout every aspect of our business operations.

People

We place a high priority on cultivating unity and enthusiasm among our employees as they collaborate towards achieving organisational goals. We acknowledge the pivotal role that employees play in strategic thinking and their contribution towards driving future growth. To create a supportive work environment for empowering employees, we seamlessly incorporate employee engagement initiatives into our human resource management processes.

Employee Diversity

Employee diversity is a core aspect of PCL's operations. We've established a robust framework to create an inspiring workplace with experts from diverse fields. Our focus is on attracting, developing, and retaining top talent, while upholding values of trust, integrity, and respect.

Our employment agenda offers ambitious growth plans, unparalleled career opportunities, and comprehensive training to nurture a workforce of passionate individuals. This approach is in line with our dedication to fostering a diverse and inclusive workforce, integrating diversity into our processes, and valuing meritocracy, fairness, and ethics.

PCL ensures equal opportunities for all employees, regardless of background. We consistently implement initiatives to enhance diversity and inclusion, striving to create an inclusive work environment.

SDGs Impacted



904
Employees

884
Permanent Employees

20
Other than Permanent Employees

5.42
Male to Female Ratio

9,072
Total Hours of Training







Employee Training and Development

At PCL, we attach immense importance to training and development to enhance the skills of our team members. Our emphasis is on fostering growth and increasing productivity through comprehensive training programmes tailored to meet both organisational requirements and individual developmental needs. Supervisors play a vital role in managing our training calendar and facilitating various initiatives, including capability building, competency development, and skill enhancement.

Through structured career discussions and individual development plans, we have implemented a robust training framework that comprehensively addresses the diverse spectrum of training requirements for our employees.

Ethics and Human Rights

At the heart of our principles, we are deeply committed to ethics and human rights. We recognise the importance of upholding human rights and treating individuals with dignity and respect. To ensure the protection of our employees' rights, we have implemented comprehensive policies, procedures, and control mechanisms across our operations, establishing robust frameworks for ethics management.

As a company, we vehemently condemn child labour, forced labour, and any form of compulsory labour. Our stringent policies and frameworks are designed to proactively identify and eliminate any potential threats, allowing us to build a business founded on strong ethical principles.

Health and Safety

Health and safety form an integral pillar of our business philosophy. We consider safety to be a paramount priority and have implemented measures to ensure a secure and healthy work environment for all individuals on our premises. Our robust safety framework is meticulously designed to proactively prevent incidents and maintain a high level of safety throughout the workplace.

This framework involves continuous monitoring, thorough analysis, documentation, and regular reviews of safety conditions in all operational areas. Such an approach enables us to identify and address potential risks effectively, ensuring the continued well-being and security of everyone within our Company.

EMPOWERING COMMUNITIES TOWARDS PROGRESS

We recognise that Corporate Social Responsibility (CSR) initiatives are vital for enhancing community well-being. As a responsible organisation, giving back is a core component of our business strategy. We consistently align our community development programmes with the United Nations Sustainable Development Goals. Thus, ensuring that our efforts create a meaningful and lasting impact on society.

We carry out comprehensive scoping and needs assessments at our key plant locations to identify and prioritise the specific needs of the communities. These insights form the foundation for developing effective implementation frameworks, enabling us to initiate and execute a wide range of CSR activities.

Our CSR intervention areas encompass activities related to healthcare, education, sustainability, and social issues.

₹ 154.54 Lakhs
Investment in CSR Projects for FY 2023-24

13,24,192
Total Beneficiaries impacted through CSR Projects







BOARD OF DIRECTORS



Mr. Yatin Shah
Chairman & Managing Director



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



Mr. Ravindra Joshi
Whole-Time Director & Group CFO



Mr. Karan Shah
Whole-time Director,
Business Development



Mrs. Savani Laddha
Independent Director



Dr. Ameet Dravid
Independent Director



Ms. Apurva Joshi
Independent Director



Mr. Suhas Ahirrao
Independent Director



Mrs. Anagha Anasingaraju
Independent Director

MANAGEMENT TEAM



Mr. Anit Pal Singh
Chief Operating Officer



Mr. Rajkumar Kashid
GM – Human Resources



Mr. Viplav Roy
DGM – Projects and Machine Shop



Mr. Deepak Kulkarni
DGM – Projects



Mr. J P Singh
DGM – Projects



Mr. C S Mundodagi
AGM - Foundry



Ms. Aarohi Deosthali
AGM – Accounts



Mr. P M Mahindrakar
AGM – Machine Shop



Mr. C S Singh
AGM – Machine Shop



Mr. Oliver Heldt
Managing Director – MFT



Mr. Arnold Lars
Sales - MFT



Mr. Micael Brauer
CFO - MFT



Mr. Patrik Heuts
Chief CTO-Emoss



Mr. Anantkumar Malekar
CFO-Emoss



Mr. Jacob Van Rijswijk
CSO-Emoss



Mr. Martijen Williams
COO EMOSS

AWARDS & ACCOLADES

With over two decades of experience in the automotive industry, Precision has fostered innovation in every aspect of our work. Consistently meeting our customer expectations in terms of quality, delivery, cost and safety has earned us notable accolades and recognition over time.

TIE India

2022

Zero Defect Supplies Award From Toyota Industries Engine India Pvt. Ltd.

THE MACHINIST SUPER SHOPFLOOR AWARDS 2019

Excellence in Quality and Safety for the Year 2019

The Machinist: Super Shop Floor Award

ACMA Automotive Component Manufacturers Association of India

Gold Category for year 2010

Excellence In Exports Award

TIE India

2022

Best Quality Supplier Award From Toyota Industries Engine India Pvt. Ltd.

THE MACHINIST SUPER SHOPFLOOR AWARDS 2020

Excellence in Quality Award & Excellence in CSR Award 2018 AWARD

The Machinist: Super Shop Floor Award

TATA CAPITAL We only do what's right for you

for Being the First Private Equity Partnership for year 2008

Tata Capital Recognition

TIE India

2022

Zero Defect Supplies Award From Toyota Industries Engine India Pvt. Ltd.

dun & bradstreet SME KNOWLEDGE SERIES

SME Business Excellence Award 2017

D&B Ecgc

CNBC TV18

Outstanding Exporter in Engineing Category for year 2008

D&B Ecgc

TIE India

Gold Category for the Year 2020

Zero Defect Supplies Award From Toyota Industries Engine India Pvt. Ltd.

dun & bradstreet SME KNOWLEDGE SERIES

Best Overall Exporter (Medium) & Best Manufacturer Exporter (Medium) for year

D & B Ecgc

EEPCINDIA ENGINEERING THE FUTURE

Category for year 2007

Eepc India Western Region Medium Enterprises Award For Excellence In Export

TIE India

'Fastest Growing Company' in the Auto Ancillary - Large SMEs Category for the Year 2020

Zero Defect Supplies Award From Toyota Industries Engine India Pvt. Ltd.

MIDC

JRD Tata Udyog Ratna Award for year 2011

Maharashtra Rajya Audyogik Vikas Parishad

ECGC www.ecgc.in

Excellence in Exports for year 2007

D & B Ecgc Exporters Awards

Corporate Information

Board Of Directors

Mr. Yatin S. Shah
Chairman & Managing Director
Mr. Ravindra R. Joshi
Whole-Time Director & Chief Financial Officer
Mr. Karan Y. Shah
Whole-Time Director – Business Development
Dr. Suhasini Y. Shah
Non- Executive Non-Independent Director
Mrs. Savani A. Laddha
Independent Woman Director
Dr. Ameet N. Dravid
Independent Director
Ms. Apurva P. Joshi
Independent Director
Mrs. Anagha S. Anasingaraju
Independent Director
Mr. Suhas J. Ahirrao
Independent Director

Company Secretary & Compliance Officer

Tanmay M. Pethkar

Statutory Auditors

M/s MSKA & Associates

Chartered Accountants, Pune
Firm Registration No: 105047W

Secretarial Auditors

M/s J.B. Bhave & Co.
Company Secretaries, Pune
CP No: 3068

Registrar and Transfer Agent

Link Intime India Private Limited, Pune
SEBI Registration No: INR000004058

Bankers

Bank of India
Bank of Baroda

Registered Office

E - 102/103, M. I. D. C.,
Akkalkot Road,
Solapur 413006,
Maharashtra, India
Phone: + 91 91686465/31/32/33 36/37
Fax: (0217) 2653398
E-mail: cs@pclindia.in/investor.redressal@pclindia.in
Website: www.pclindia.in

Corporate Office

3rd Floor, 'Kohinoor B Zone Baner', Mumbai - Bangalore Highway, Baner,
Pune - 411 045, Maharashtra, India

Factories

1. E 102/103, M.I.D.C., Akkalkot Road,
Solapur - 413 006, Maharashtra, India
2. D 5, MIDC Chincholi - 413255, Maharashtra, India
3. D 6, D 7, D 7-1 M.I.D.C., Chincholi,
Solapur - 413255, Maharashtra, India

Board Committees as of 31st March 2024

Audit Committee

Mrs. Savani A. Laddha – Chairperson & Independent Director
Mr. Ravindra R. Joshi – Whole-Time Director & CFO
Dr. Ameet N. Dravid – Independent Director
Ms. Apurva P. Joshi – Independent Director
Mrs. Anagha S. Anasingaraju – Independent Director
Mr. Suhas J. Ahirrao – Independent Director

Nomination Remuneration Committee

Mrs. Savani A. Laddha – Chairperson
Dr. Ameet N. Dravid – Independent Director
Mrs. Anagha S. Anasingaraju – Independent Director
Ms. Apurva P. Joshi – Independent Director

CSR Committee

Mr. Yatin Shah – Chairman (Managing Director)
Dr. Suhasini Y. Shah – Non-Executive Non-Independent Director
Dr. Ameet N. Dravid – Independent Director
Ms. Apurva P. Joshi – Independent Director
Mr. Suhas J. Ahirrao – Independent Director

Stakeholders' Relationship Committee

Dr. Suhasini Y. Shah – Chairperson (Non-Executive Non-Independent Director)
Dr. Ameet N. Dravid – Independent Director
Mr. Karan Y. Shah – Whole-time Director
Mrs. Anagha S. Anasingaraju – Independent Director

MANAGEMENT DISCUSSION & ANALYSIS

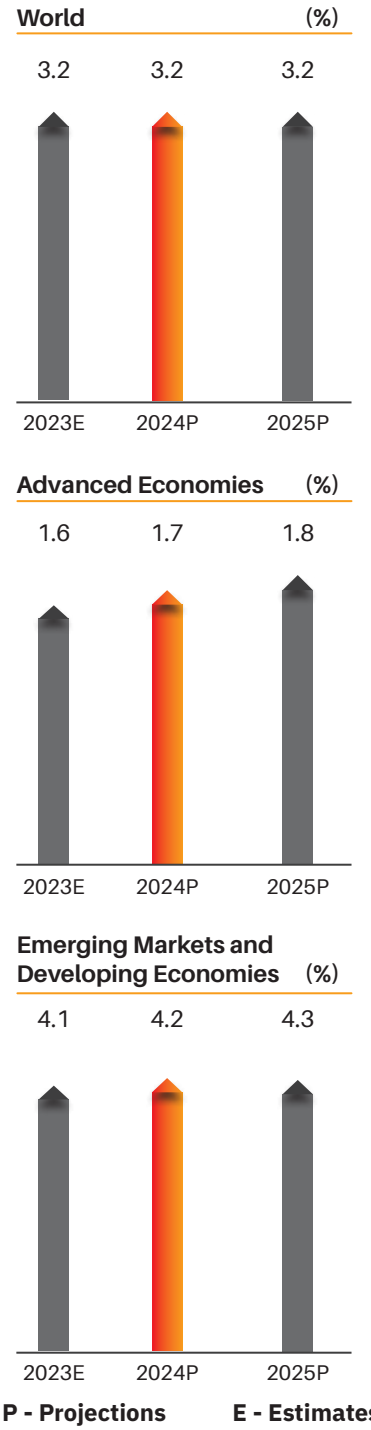


Economy Review

Economic Conditions

The global economy is estimated to continue its steady growth momentum for 2024 and 2025. Notably, the growth rate for the two years is projected at 3.2%, which would coincide with that for 2023. This progress can be vastly accredited to the developing markets of emerging economies, which have undergone significant expansion. The growth rate for such economies is expected to rise from 1.6% in 2023 to 1.7% in 2024, and elevate further to 1.8% by the year 2025.

Global Economic Growth (in %)



P - Projections **E - Estimates**

The US economy exhibited tenacious growth in 2023, and is forecasted to advance at a rate of 2.4% in 2024. However, the country's markets are likely to be hit by a decrease in the growth in 2025, which could lead the economy to slow down to 1.9%. This deceleration may be the result of gradual fiscal tightening and a softening of the labour market.

Noticeably, though the target reflects an upward revision of the growth in the US, there is an offset in the Euro zone as per the IMF's report.

The GDP growth in the Euro zone has stagnated over the past year, largely due to significant exposure to the ongoing Russia-Ukraine conflict. Despite this sluggishness, the growth estimates indicate an increase from 0.4% in 2023 to 0.8% in 2024, and further to 1.5% in 2025. This anticipated rise can be owed to stronger household consumption, bolstered by the easing impact of energy price shocks and a decline in inflation, which would support an increase in real income. However, in case of Germany, the growth forecasts for both 2024 and 2025 remain subdued due to persistently weak consumer sentiment. This projected trend is somewhat balanced by relatively better forecasts for several smaller economies, including Belgium and Portugal.

Global headline inflation is projected to decrease from an annual average of 6.8% in 2023 to 5.9% in 2024, and further to 4.5 percent in 2025. The decline in global inflation in 2024 can be credited to a widespread decrease in core inflation. This situation is in contrast with 2023, when global core inflation experienced a slight decrease on an annual average basis, while headline inflation witnessed a substantial drop. The latter trend may be attributed to lower inflation of fuel and food prices. In 2024, core inflation is anticipated to decrease by 1.2 percentage points, following a mere 0.2 percentage point contraction in 2023. Similar to headline inflation, the decline in core inflation is swifter for advanced economies.

Outlook

In 2024, global GDP growth is forecasted to slow down, although the likelihood of a global recession remains low. The US economy is anticipated to experience moderate growth, accompanied by a decrease in inflation and sustained low unemployment rates. However, there are persistent challenges including elevated levels of public debt and the potential for additional negative supply shocks. Central banks are expected to uphold a restrictive monetary policy stance to combat inflation. The US Federal Reserve is projected to commence normalisation of policy rates around the midpoint of 2024. Moreover, the ongoing decrease in global inflation is forecasted to prompt several central banks worldwide to implement interest rate cuts later in the year. This development would lay the foundation for stronger global growth in 2025.

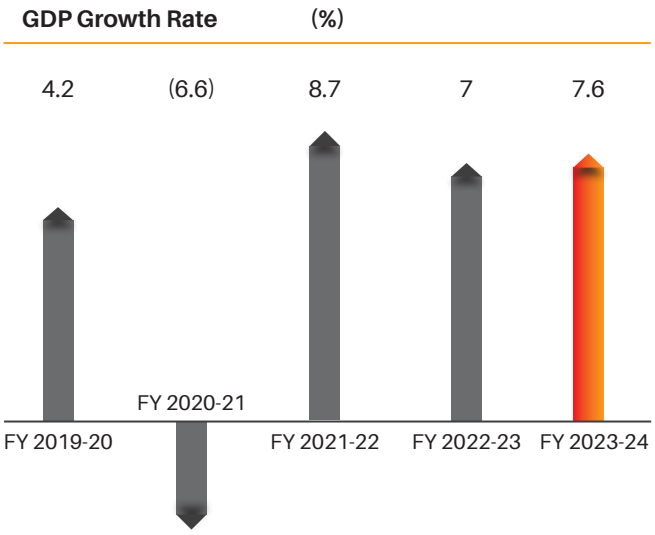
(Source - https://www.imf.org/en/Publications/WEO/Issues/2024/04/16/world-economic-outlook-april-2024)

Indian Economy

India showcased exceptional economic resilience in FY 2023-24, achieving a noteworthy growth rate of 7.6% driven by various factors. These included improved corporate and bank balance sheets, a resurgence in rural consumption, and a slight uptick in private consumption. Additionally, the sustained growth in gross fixed capital formation maintained a double-digit rate, making a substantial contribution to the positive economic trajectory.

Notably, domestic demand conditions remained robust, despite the challenges prevailing in the global market. There was a significant rise in e-way bills and toll collections in February 2024. Furthermore, the Indian Government invested substantially in public infrastructure and towards the strengthening of the financial sector. These investments played a pivotal role in stabilising the economy amid several external uncertainties.

Indian Economy Real GDP Growth Rate (in %)



Outlook

Looking forward, India's economic prospects remain optimistic, although there are hurdles yet to be overcome. Forecasts indicate that inflation is likely to hover around an average of 4.4% for FY 2024-25, presenting an ongoing challenge for the economy. Nonetheless, India is anticipated to maintain its strong growth momentum, with a predicted GDP growth rate of 7.4% for the same fiscal year. The World Bank's projections suggest a slowdown in growth to 6.3% in FY 2023-24 due to external factors and decreasing pent-up demand. However, despite such projections, the service sector is expected to continue thriving, with an anticipated growth rate of 7.4%. Additionally, investment growth is forecasted to remain robust, at an estimated 8.9%.

*(**Source:** https://pib.gov.in/PressReleaseIframePage.aspx?PRID=2010223#:~:text=The%20growth%20rate%20of%20GDP,growth%20rate%20of%209.1%20percent)*

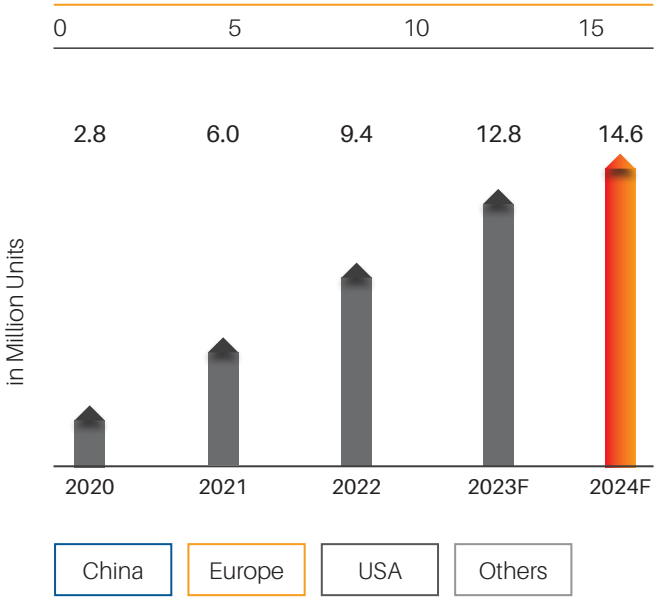


Industry Overview

Global Automotive Industry

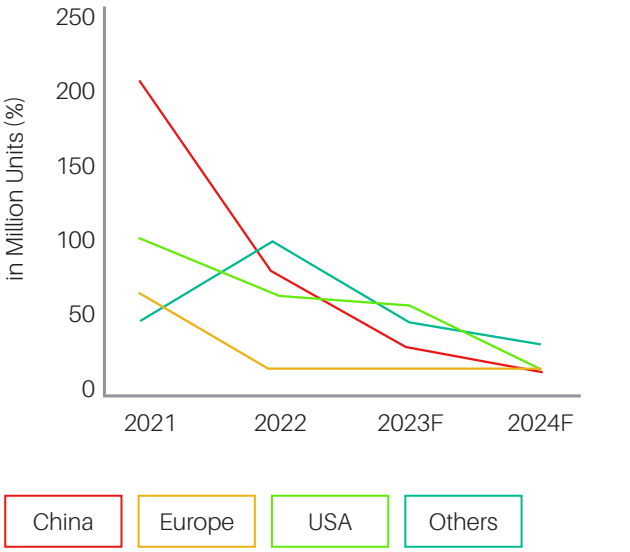
The automotive sector is witnessing a wave of innovation in 2024, yet there is a notable air of caution amid the excitement. The sales figures for electric vehicles (EVs), which were soaring previously, are now experiencing a significant slowdown. For instance, in the U.S., EV sales are projected to grow year-on-year by only 16% in 2024. This marks a notable decrease from an approximate year-on-year (Y-o-Y) growth of 64% observed in 2023. Similarly, in China, the year-on-year growth in 2024 is predicted to be 11.1%, dropping from 36.5% in 2023. This deceleration can be attributed to various factors including reduced incentives, inadequate charging infrastructure, and market saturation among early adopters. In response, industry leaders are implementing strategies such as price reductions to attract the mass market, a move seen as favourable. Nonetheless, this slowdown is prompting major players like GM, VW, and Ford to reassess their strategies, resulting in production adjustments and delays in new model launches. Interestingly, while battery electric vehicles (BEVs) are witnessing headwinds, plug-in hybrid electric vehicles (PHEVs) are gaining traction due to their lower upfront costs and increased flexibility. These patterns are helping to address concerns surrounding range anxiety.

Global Electric Passenger Vehicle Sales Volume



F - Forecasts

Global Electric Passenger Vehicle Sales: YoY Growth



(***Source:*** *https://www.forbes.com/sites/sarwantsingh/2024/01/11/global-automotive-market-predictions-for-2024/?sh=9dd3ab2492b8*

https://www.marketsandmarkets.com/blog/AT/Global%20Automotive%20Market%20Predictions%20For%202024)



Indian Automotive Industry

For a considerable period, the Indian automotive industry has served as a reliable indicator of the economy's vitality, mirroring its growth and technological advancements. With distinctions such as being the largest tractor producer, the second-largest bus manufacturer, and the third-largest heavy truck producer globally, India holds a formidable position in the international heavy vehicles market. According to the Society of Indian Automobile Manufacturers (SIAM), the industry witnessed a total unit sale of 2,38,52,738 in FY 2023-24,marking a significant increase from the previous year. The sector is poised for further growth, driven by trends such as vehicle electrification, particularly in three-wheelers and small passenger cars. One crucial trend that is visible is the transition towards electric vehicles (EVs). Additionally, with the Indian Government targeting a 30% EV penetration by 2030, a surge in demand is on the horizon.



Domestic Sales Trend for Automobiles

In FY 2023-24, the total domestic sales of passenger vehicles surged from 38,90,114 to 42,18,746 units. Additionally, the sales of commercial vehicles, including the medium, light and heavy variants, saw an increase from 9,62,468 to 9,67,878 units compared to the previous year. Moreover, three-wheeler sales witnessed a substantial rise from 4,88,768 to 6,91,749 units during the same fiscal period. There was a rise in the sales of two-wheelers as well, which escalated from 1,58,62,087 in FY 2022-23 to 1,79,74,365 units in FY 2023-24.

Category	FY 2018-19	FY 2019-20	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24
Passenger Vehicles	33,77,389	27,73,519	27,11,457	30,69,523	38,90,114	42,18,746
Commercial Vehicles	10,07,311	7,17,593	5,68,559	7,16,566	9,62,468	9,67,878
Three -Wheelers	7,01,005	6,37,065	2,19,446	2,61,385	4,88,768	6,91,749
Two-Wheelers	2,11,79,847	1,74,16,432	1,51,20,783	1,35,70,008	1,58,62,087	1,79,74,365
Total	2,62,65,552	2,15,44,609	1,86,20,245	1,76,17,482	2,12,03,437	2,38,52,738

(**Source:** *https://www.siam.in/press-release.aspx?mpgid=48&pgidtrail=50)*

Growth Drivers

- **Growing Income:** India's per capita Net National Income (NNI) surged by 35.12%, from ₹ 72,805 in FY 2014-15 to ₹ 98,374 in 2022-23, indicating a significant growth in income.
- **Youngest Nation by 2025:** India is set to become the youngest nation with an average age of 25 years by 2025, reflecting its youthful demographic profile.
- **Vehicle Penetration** – India's vehicle penetration rate is projected to reach 72 vehicles per 1000 people by 2025, highlighting the increasing adoption of automobiles in the country.
- **Expanding R&D Hub** – India is emerging as a prominent R&D hub, accounting for 40% of the total global engineering and R&D expenditure of USD 31 billion. Moreover, 8% of the country's R&D expenditure is directed towards the automotive sector, indicating a growing focus on innovation in this industry.
- **Atmanirbhar Bharat Abhiyaan – Self-Reliant India:** The Government has introduced a special economic and comprehensive package under the Atmanirbhar Bharat Abhiyaan (Self-Reliant India Initiative), which amounts to ₹ 20 Lakhs Crores. This initiative is aimed at providing a boost to the country's manufacturing sector, emphasising self-reliance and economic resilience.

Industry Trends

Transitioning towards Electric Vehicles

Over the past few years, the Government has implemented several initiatives aimed at cultivating a conducive policy environment to encourage the adoption of electric vehicles (EVs).

Voluntary Vehicle Fleet Modernisation Programme (V-VMP)

The Government provides tax incentives and discounts for upgrading from old vehicles to new ones.

Bharat Stage VI Norms by 2020

India is striving to slash its carbon footprint by 33-35% by the year 2030.

Positive GST Impact

There has been a decrease in the overall cost framework of the Indian automobile sector.

Outlook

India has set an ambitious target to double its auto industry size to ₹ 15 Lakhs Crores by the end of 2024. Within the Indian automobile market, two-wheelers hold a commanding 76% market share, reflecting the country's extensive mobility needs. On the other hand, passenger cars account for 17.4% of the market, with a preference for small and mid-sized models.

The growth of the automobile industry hinges on several factors, including the availability of skilled labour at competitive rates, robust R&D centres, and cost-effective steel production. This industry not only offers substantial investment opportunities but also generates significant direct and indirect employment opportunities for both skilled and unskilled workers.

Furthermore, the electric vehicle (EV) sector holds immense potential for job creation. As per the forecasts, the sector has the potential to generate five crore jobs by 2030. With the industry continuing to evolve and embrace new technologies, it remains a vital contributor to India's economic growth and employment scenario.



Auto Component Industry

Global Perspective

The global auto components industry encompasses a diverse array of players, including manufacturers, aftermarket parts suppliers, dealers, and retailers. While China has historically dominated the auto component manufacturing industry, there's now a gradual shift towards other Asian nations. India is a noteworthy instance, with the country's performance driven by increased market potential and cost advantages in manufacturing.

Over the past decade, the global exports of auto components have seen growth across various sub-categories. This boost in exports reflects the industry's expanding reach and demand. The rapidly globalising business scenario presents new opportunities for the industry, particularly with the ongoing shift towards electric and hybrid vehicles. This trend is expected to reshape business models, opening up newer verticals and opportunities for auto component manufacturers.

Such developments are likely to spur higher volumes of international trade in the short term. The new technologies will take time to establish their manufacturing bases in low-cost countries. As the industry adapts to these changes, it is poised to capitalise on emerging opportunities in the evolving automotive sector.

Indian Perspective

The forecast for the upcoming fiscal year indicates a moderation in annual revenue growth for leading auto-component manufacturing companies. Notably, the estimates for the sector range from 5-7%, with the adjustment driven by anticipated declines in both domestic volumes and exports.

Notably, the industrial outlook for FY 2024-25 appears relatively subdued. This is despite a robust overall performance projected for the year, characterised by healthy domestic demand and an expected resultant growth of 9-11% for a sample of 45 auto ancillaries. The projection stems from the anticipated moderation in domestic volume growth and a weaker outlook for exports.

In FY 2023-24 the industry witnessed increased investment in capacity enhancements and technological development, a trend expected to persist into FY 2024-25. Significant capital expenditure is anticipated for the upcoming fiscal year, which would be directed towards a range of initiatives. Some of these include new product additions, product development for committed platforms, and advancements in technology, including electric vehicle components and capacity enhancements to align with upcoming regulatory changes.

Furthermore, several factors are expected to positively impact Indian auto component suppliers in the medium to long term. These encompass increased supplies to new platforms, higher value addition, and the potential for aftermarket demand in overseas markets. Additionally, opportunities in the EV segment, vehicle premiumisation, localisation efforts, and evolving regulatory norms are anticipated to contribute to stable growth for auto component suppliers, driven by higher content per vehicle.

Camshaft Industry

The global automotive camshaft market was valued at USD 3.8 billion in 2022, and at USD 3.9 billion in 2023. Moving forward, the market size is predicted to reach USD

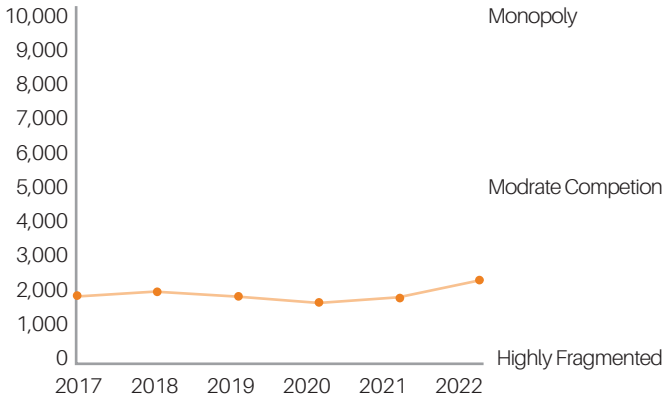


5.99 billion by 2032, with a compound annual growth rate (CAGR) of 5.20% from 2023 to 2032. The Indian market for automotive camshafts saw a significant growth of 20.09% in 2022 compared to 2021, with a 5.81% CAGR from 2017. However, the competitiveness of the market has decreased, as indicated by the increase in the Herfindahl-Hirschman Index (HHI) from 1,858 in 2017 to 2,369 in 2022. A lower HHI suggests a more competitive market with more players, whereas a higher index indicates fewer competitors. This shift suggests that India is increasingly relying on domestic production to satisfy the demand for automotive camshafts in the country.

In 2023, the Herfindahl-Hirschman Index (HHI) for India's automotive camshaft market stood at 2,369, up from 1,858 in 2017. This increase indicates a shift towards moderate competitiveness within the market. The HHI is used to measure market competitiveness, with a range from 0 to 10,000.



India Automotive Camshaft Market Competition 2023



India Automotive Camshaft Market: HHI Index Trend of Exporting Countries

Note: *HHI Index which is also known as Herfindahl–Hirschman index measures the competition in the country where, HHI less than 1500 means highly competitive; 1500-2500 means moderately competitive; 2500-6000 means concentrated and more than 6000 means highly concentrated*

(**Source:** *https://www.marketresearchfuture.com/reports/automotive-camshaft-market-11576*

https://www.6wresearch.com/industry-report/india-automotive-camshaft-market-outlook)

Outlook

Looking ahead, the accelerating trend towards vehicle electrification presents promising opportunities for companies in the automotive camshaft market. The emergency of new technologies is necessitating innovative designs and components, including camshafts, further driving the demand. Additionally, the extensive use of camshafts in heavy-duty diesel engines for mining and construction equipment contributes to a positive outlook for future growth in this sector.

Product Linked Incentive Scheme (PLI)

The Union Cabinet, led by the Prime Minister, has launched a Production-Linked Incentive (PLI) Scheme for the automobile and auto components sectors, with a budget allocation of USD 3.5 billion. This initiative aims to stimulate the domestic production of advanced automotive technology by offering financial incentives of up to 18%. In the process, it targets to facilitate significant investments into the automotive manufacturing value chain. Eligible products manufactured in India from 1st April 2022 onwards, will benefit from these incentives over a span of five consecutive years.

The Ministry of Heavy Industries recently extended the tenure of the PLI Scheme by one additional year, incorporating a few amendments. Now, the incentives will apply across five consecutive fiscal years starting from 2023-24, with the incentive payments commencing in the fiscal year 2024-25. An approved applicant is entitled to these benefits for five years, extending no further than 31st March 2028.

Notably, the scheme has already attracted proposed investments totaling ₹ 67,690 Crores, significantly surpassing the target of ₹ 42,500 Crores over five years. The approved applicants for the Champion OEM Incentive include diverse international groups from countries like the Republic of Korea, USA, Japan, France, Italy, the UK, and the Netherlands, underscoring the global interest and confidence in this initiative.

*(**Source:** https://www.investindia.gov.in/sector/auto-components#:~:text=100%25%20FDI%20in%20the%20automotive,allowed%20under%20the%20automatic%20route.&text=The%20rapidly%20growing%20auto%20market,5X%20in%20next%2010%20years.)*

Opportunities

Building Support Infrastructure and Advancing the Research & Development Hub

India has become a leading destination for automotive R&D, attracting global players due to its skilled workforce, cost advantages, and Government incentives. With a large domestic market and the widespread access to neighboring regions, investments in India's automotive sector are on the rise. Government initiatives like the Automotive Mission Plan (AMP) 2026 and the National Electric Mobility Mission Plan (NEMMP) 2020 further support the industry's growth, focussing on sustainable technologies.

Electric Vehicle Surge: Meeting the Demand

Electric vehicles (EVs) are fuelling innovation in the auto component industry, particularly in electrical distribution systems. The shift towards these vehicles is giving rise to more intricate and high-voltage electrification systems. These are needed for accommodating the growing number of electrical components in EVs. Decreasing ownership costs and stringent emissions regulations have amplified interest in EVs. This surge in EV sales presents promising opportunities for India's auto components industry.



Bridging the Local Manufacturing void

Leading global manufacturers are increasingly eyeing auto component production in India. The approved ₹18,100 Crores PLI scheme for battery manufacturing by the Government aims to boost local production, cutting reliance on imports and reducing EV costs. Moreover, a proposed ₹ 76,000 Crores incentive for semiconductor development seeks to attract companies to set up plants in India with competitive packages.

Challenges

Shortage of Semi-Conductors

The auto component industry is grappling with a shortage of semiconductors amid geopolitical tensions, thereby impacting the margins for OEMs. With automotive segments accounting for 11% of the semiconductor demand and electronics now comprising 40% of vehicle functions, the shortage persists. Disruptions resulting from the Covid-19 pandemic and geopolitical tensions have exacerbated supply chain challenges, prolonging the six-month chip-to-vehicle production timeline. The return to stable production remains uncertain, necessitating ongoing monitoring.

Shortage of Semi-Conductors

Automobile Original Equipment Manufacturers (OEMs) are facing the hurdle of soaring raw material prices due to ongoing geopolitical tensions. Particularly, the costs of aluminum

and steel have surged, leading OEMs to hike vehicle prices. However, these substantial price hikes are expected to dampen consumer demand, and lead to a potential clouding of the industry's outlook.

Technical Transformations

The automotive industry is grappling with technological shifts like emission regulations and electric mobility. Transitioning to the BS-VI norms posed challenges for Indian auto component manufacturers due to technology complexities and reliance on imports. Joint ventures with leading firms offer a solution, granting access to new technologies and broader markets. Efforts towards technology upgrades include modular platforms and platform sharing initiatives by both Indian and foreign firms.

High and Non-uniform Taxes

India's auto components industry grapples with high and non-uniform tax rates, ranging from 18% to 28% GST, along with compensation cess ranging from 1% to 22%. This lack of uniformity discourages domestic production, particularly in certain sub-segments. Additionally, auto components for EVs come with high GST rates, which can hinder domestic production. Streamlining taxes and duties on auto components is crucial to foster indigenisation and attract investments, especially in critical areas like batteries and power electronics.

Company Overview

Precision Camshafts Limited (also referred to as 'PCL' or 'The Company') has earned global recognition as a leading manufacturer of camshafts, producing a comprehensive range of camshafts under one roof. Since its inception in 1992, the Company has emerged as a dominant player in the camshaft manufacturing industry. Its achievements are the result of its unyielding dedication to maintaining a robust quality management system, adhering to world-class production standards, and undertaking continuous efforts for improvement.

With a strong emphasis on engineering, research & development (R&D), PCL has broadened its capabilities to become a self-reliant provider of automotive solutions. The PCL Group of companies, including Memco Engineering Private Limited, MFT Motoren und Fahrzeugtechnik GmbH, and Emoss Mobile Systems B.V., enables the Company to offer essential automotive and non-automotive components. Additionally, it provides electric mobility solutions, to top-tier automotive original equipment manufacturers (OEMs).



PCL takes pride in its ability to promptly address customer needs. The Company highly values its employees and emphasises sustainability through its corporate social responsibility initiatives.

PCL's inaugural annual offsite meet, 'Lakshya 2030', held from 4th to 8th March 2024, in Solapur and Mahabaleshwar, aimed to set a bold course for PCL and its subsidiaries till 2030. In Solapur, the focus was on operational excellence and collaboration, while in Mahabaleshwar, the Company built team cohesion and crafted a shared vision for the future. The second part of the offsite took place in the scenic hill-station of Mahabaleshwar. Amid stunning landscapes, team-building exercises were conducted, bonds were strengthened, and the Company's vision and mission statements were crafted collectively. These sessions aligned with the Company goals and solidified the commitment to a shared vision, propelling the group towards a prosperous future.

Performance Overview

Financial Overview

Standalone and Consolidated

Particulars	Standalone		Consolidated	
	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023	For the Year Ended 31st March 2024	For the Year Ended 31st March 2023
Total Revenue	70,0026.71	65,432.41	1,05,976.30	1,10,979.40
Total Expense	56,063.45	53,635.16	93,094.37	96,953.17
Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA)	13,963.26	11,797.25	12,881.93	14,026.23
Profit before Tax (PBT) and Exceptional Items	9,950.99	8,341.06	4,187.98	6,027.80
Exceptional Items	0	0.00	1,829.19	0.00
PBT	9,950.99	8,341.06	6,017.17	6,027.80
Total Tax Expense	2,110.00	2,246.24	1,981.86	1,399.21
Profit/Loss for the Year	7,840.99	6,094.82	4,035.31	4,628.59
EPS (Basic)	8.25	6.42	4.25	4.87
EPS (Diluted)	8.25	6.42	4.25	4.87

Performance Overview

During the financial year under review, the Company recorded a total revenue of ₹ 70,026.71 Lakhs on a standalone basis, compared to ₹ 65,432.41 Lakhs in 2022-23. The profit after tax (PAT) for the year amounted to ₹ 7,840.99 Lakhs, as opposed to ₹ 6,094.82 Lakhs recorded in the previous year.

Consolidated

On a consolidated basis, the total revenue amounted to ₹1,05,976.30 Lakhs, compared to ₹1,10,979.40 Lakhs in the previous year. The PAT for the year was ₹4,035.31 Lakhs, in contrast to the profit of ₹4,628.59 Lakhs earned in the previous year.



Disclosure of Accounting Treatment

During the preparation of its financial statements, the Company adhered to the accounting treatment as prescribed in the applicable Accounting Standards. Therefore, no additional disclosure or explanation from management is required in the financial statements.financial statements.

Key Financial Ratios on Standalone Basis

Ratio	FY 2023-24	FY 2022-23	% Change	Reasons for Change by 25% or More
Debtors'/Trade Payables Turnover ration	4.75	5.63	2.71	NA
Creditors'/Trade payables Ratio	4.94	4.93	0.27	NA
Inventory Turnover Ratio	2.86	3.38	-15.51	NA
Net Capital Turnover Ratio	2.07	2.08	-0.29	NA
Return on Investment	9	4	110.66	The variance in ratio is due to market fluctuations.
Debt Service Coverage Ratio/ Interest Coverage Ratio	36.96	43.50	19.63	NA
Current Ratio	3.12	2.89	7.89	NA
Debt Equity Ratio	0.07	0.05	31.12	The variance in ratio is mainly on account of increase in borrowings due to increase in business operations.
Operating Profit Margin	14.00	15.00	-6.67	NA
Net Profit Ratio	12.00	11.00	9.88	NA
Return on Net Worth	9.17	7.66	19.63	NA

Risks and Concerns

In the course of its operations, Precision Camshafts Limited is likely to encounter various risks that can affect both its traditional and modern operations. To address these risks effectively, PCL's Board prioritises risk management and develops strategies for risk mitigation.

As part of this approach, the Company has established a Risk Management Committee (RMC). The primary responsibility of the RMC is to identify and mitigate risks specific to the listed entity. These risks may encompass financial, operational, sectoral, sustainability (including ESG-related), information, cybersecurity, or any other risks deemed relevant by the Committee.

By proactively addressing these risks through the efforts of the Risk Management Committee, PCL aims to ensure the continuity of its operations and safeguard the interests of its stakeholders.

Risk	Impact	Mitigation
Economic Turmoil	PCL's routine operations and plans for business expansion may be impeded by shifts in the social, geopolitical, legal, or economic framework, either domestic or international.	The Company diligently monitors the evolving business environment and takes proactive measures, including strategic adjustments, to safeguard its interests in order to mitigate the risk.
Technology Risk	The automotive industry is undergoing a significant transformation as a result of Industry 4.0 and the widespread digitisation of the entire value chain. Hence, these recent changes also bring potential risks and hazards.	PCL employs various strategies to mitigate the impact of market trends, with a focus on innovating and implementing new products and services throughout. In the process, the Company aims to improve efficiency, protect its market position, and stimulate growth.
Intense Competition	PCL's market share, its margin structure, and the returns on its invested capital may be impacted by the heightened competition in the automotive supplies sector.	The Company utilises its market leadership, technological expertise, established strategic alliances, and strong customer relationships to mitigate this risk. Additionally, its early engagement with customers for design and development solutions further keeps it ahead of its competitors.

Risk	Impact	Mitigation
Climate Change	PCL faces significant threats due to global environmental challenges, such as extreme weather events, climate action failure, the loss of biodiversity, and man-made environmental disasters.	PCL remains firmly committed to reducing its environmental footprint, continually striving to develop and implement innovative production techniques. Its vehicle-related products are specifically designed to encourage lower fuel consumption. As such, these products play a vital role in advancing the Company's overall environmental sustainability initiatives.
Procurement Risks	PCL may face procurement risks arising from volatile raw material prices and its suppliers' incapacity to meet delivery deadlines while upholding product quality standards. Any unfavourable price fluctuations or supplier difficulties may affect the Company's financial standing and revenue.	PCL's procurement department prioritises quality, cost, and performance deliveries to ensure optimal supplies of goods and services. Moreover, the Company actively seeks out alternative sources and prioritises localisation efforts to decrease reliance on single suppliers or regions.
Labour Dispute Risks	PCL's capability to meet stakeholder demands can be potentially affected due to industrial action resulting from industrial disputes.	The Company fosters an open and constructive relationship with its employees, unions, subcontractors, and other stakeholders by maintaining consistent, transparent, and ongoing communication.

Human Resources Development

Precision Camshafts Limited has an extensive Human Resources (HR) policy encompassing various aspects, such as the code of conduct, working hours, probation requirements, internal transfers, promotion, and misconduct. PCL acknowledges the inclusive development of its stakeholders, and endeavours to foster growth for everyone through a conducive work environment. The Company's talent management and leadership development are integral to its dedication to being an attractive workplace. With the aim to facilitate personal and professional growth, PCL regularly organises training sessions and seminars to ensure employees can enhance their skills at all career stages. The Company aims to establish a workplace that attracts and retains talent, enhancing the productivity of all its employees. Moreover, PCL is committed to providing equal opportunities to its employees, regardless of their race, colour, religion, gender, marital status, age, ethnicity, or disability. As on 31st March 2024, the Company had a total of 904 employees.



Internal Control Systems and their Adequacy

To enable proper financial management and circumvent fraud, PCL maintains effective internal control systems at par with its size and operations. These systems comprise policies and procedures, which are designed to ensure the orderly and efficient conduct of business, safeguard business assets, prevent and detect fraud, ensure the accounting records are complete and accurate, and prepare financial information in a timely manner. Furthermore, the system is reviewed and updated continually based on the recommendations made by the Statutory Auditors, Internal

Auditors, and the Independent Audit Committee of the Board of Directors of the Company.

PCL works under the SAP environment and helps gain control of every stage, from procurement to manufacturing and sales. Additionally, the Company has in place adequate controlling systems to curb production wastage and inculcate processing efficiency.

Some features of internal control systems include: -

- The Audit Committee of PCL comprises Independent Directors and Executive Director who regularly review a range of critical attribute of the Company. These include significant audit findings, the adequacy of internal controls, compliance with accounting standards, and the reasons for changes in accounting policies and practices, if any.
- PCL consistently maintains comprehensive information security and undertakes continuous upgrades to the Company's IT systems. Its supplier and customer relations management departments are also regulated well through the connection of its different locations, dealers and vendors for efficient and convenient information exchange.
- The Company's team of internal auditors operates in line with the best governance practices. It reviews and reports to the Management and the Audit Committee about compliance with internal controls. Additionally, it apprises them about the efficiency and effectiveness of the Company's operations as well as the key process risks.
- PCL also maintains controls by keeping unpublished price sensitive information as confidential. All the directors of the Board, the Senior Management, the Auditors (Internal, Statutory and Secretarial) team, and the employees of the Company listed as insiders comply with code of conduct of insider trading and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Cautionary Statement

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



BOARD'S REPORT

To,

The Members,

Precision Camshafts Limited (Company)

The Board of Directors (Board) is pleased to present their **THIRTY SECOND ANNUAL REPORT** on the business and operations of the Company together with the Audited Standalone and Consolidated Financial Statements for the year ended 31st March 2024.

1. FINANCIAL RESULTS

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

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	For the Year ended 31st March 2024	For the Year ended 31st March 2023	For the Year ended 31st March 2024	For the Year ended 31st March 2023
Total Revenue	70,026.71	65,432.41	1,05,976.30	1,10,979.40
Total Expenses	56,063.45	53,635.16	93,094.37	96,953.17
Earnings before interest, tax, depreciation and amortisation (EBITDA)	13,963.26	11,797.25	12,881.93	14,026.23
Profit Before Tax & Exceptional Items	9,950.99	8,341.06	4,187.98	6,027.80
Exceptional items	0.00	0.00	1,829.19	0.00
Profit before tax	9,950.99	8,341.06	6,017.17	6,027.80
Total Tax Expenses	2,110.00	2,246.24	1,981.86	1,399.21
Profit/(Loss) for the year	7,840.99	6,094.82	4,035.31	4,628.59
EPS (Basic)	8.25	6.42	4.25	4.81
EPS (Diluted)	8.25	6.42	4.25	4.81

2. COMPANY'S FINANCIAL PERFORMANCE AND OUTLOOK

During the Financial Year under review, on a standalone basis your Company registered a total revenue of ₹ 70,026.71 Lakhs as against ₹ 65,432.41 Lakhs in the previous year. The profit after tax for the year stood at ₹ 7,840.99 Lakhs as against ₹ 6,094.82 Lakhs in the previous year.

On a consolidated basis, the total revenue was ₹ 1,05,976.30 Lakhs as against ₹ 1,10,979.40 Lakhs in the previous year. The profit after tax for the year stood at ₹ 4,035.31 Lakhs as against profit of ₹ 4,628.59 Lakhs in the previous year.

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

3. CHANGE IN NATURE OF BUSINESS, IF ANY

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

However, the Company via Postal Ballot conducted through remote e-voting results of which were declared on 19th November 2023 altered its Memorandum of Association of the Company and added clause 2,3 and 4 after sub-clause 1.

The Company entered the business of manufacturing of EV vehicles, Kits and retrofitting of the EV kits in commercial vehicles in Indian Market.

4. TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amounts to the General reserve. For complete details on movement in Reserves and Surplus during the financial year ended 31st March 2024, please refer to the 'Statement of Changes in Equity' included in the standalone and consolidated financial statements of this Annual report.

Board's Report (Contd.)

5. DIVIDEND

Your Board is pleased to recommend a final dividend of ₹ 1/- per equity share (10%) for the Financial Year ended 31st March 2024. If the dividend so recommended is declared by the members at the ensuing 32nd Annual General Meeting, the total cash outflow towards dividend would be ₹ 949.86/- Lakhs.

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

6. SHARE CAPITAL

During the Financial Year under review, there was no change in the capital structure of the Company. Consequently, the issued, subscribed and paid-up equity share capital of the Company is ₹ 9,498.58 Lakhs divided into 9,49,85,835 Equity Shares of ₹ 10/- each. The Company has not allotted any Equity Shares under the exercise of stock options under Precision Camshafts Limited Employee Stock Option Scheme 2015 ("PCL ESOS 2015").

7. UTILIZATION OF IPO PROCEEDS

The proceeds of the IPO have been used for setting up of machine shop for machining of camshafts and offer related expenses and general corporate purposes of ₹ 240 Crores. The Company has utilised IPO Proceeds and last Statement of Deviation is submitted to Stock Exchange on 7th June 2019 and is also available on the website of the Company.

8. CREDIT RATING

The recent Credit rating on standalone basis is: -

Facilities/Instruments	Amount (₹ crore)	Rating	Rating action
Long-term bank facilities	2.05	CARE A; Stable	Reaffirmed
Long-term / short-term bank facilities	10.00	CARE A; Stable / CARE A1	Reaffirmed
Short-term bank facilities	74.95	CARE A1	Reaffirmed
Total bank facilities	**87.00 (₹ Eighty-Seven Crores)**		

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Changes in the composition of Board of Directors of the Company during the Financial year under review:

1. The members of the Company have approved re-appointment of Mr. Karan Y. Shah as Whole Time Director (Business Development) for the period 13th August 2023 to 31st March 2027 by ordinary resolution through remote e-voting in the Annual General Meeting held on 26th July 2023.
2. The members of the Company have approved appointment of Ms. Apurva P. Joshi, Mr. Suhas J. Ahirrao and Mrs. Anagha Anasingaraju as Independent Director for the first term from 29th March 2023 till 30th September 2024 each through Postal Ballot on 12th May 2023.
3. The members of the Company approved the appointment of Mr. Ravindra R. Joshi, Whole time Director and CFO through Postal Ballot on 19th November 2023.
4. Mr. Sarvesh N Joshi retired from the Board as an Independent Director after completing two consecutive terms at the 31st Annual General Meeting of the Company on 26th July 2023.

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

1. Mr. Gautam V. Wakankar resigned from the post of Company Secretary & Compliance Officer w.e.f. 30th April 2023.
2. Mr. Tanmay M. Pethkar was appointed as the Company Secretary and Compliance Officer of the Company with effect from 10th August 2023.

3. The members of the Company approved the appointment of Mr. Ravindra R. Joshi, Whole Time Director and CFO through Postal Ballot on 19th November 2023.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel (KMP) of your Company as on 31st March 2024 are as mentioned below:-

Sr. No.	Name	Designation
1.	Mr. Yatin S. Shah	Chairman and Managing Director
2.	Mr. Ravindra R. Joshi	Whole-time Director and Chief Financial Officer
3.	Mr. Karan Y. Shah	Whole-time Director – Business Development
4.	Mr. Tanmay M Pethkar	Company Secretary & Compliance Officer

As on 31st March 2024, Non-Executive Directors on the Board are as mentioned below: -

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

*Ms. Apurva P. Joshi, Mr. Suhas J. Ahirrao and Mrs. Anagha S. Anasingaraju were appointed as Additional Directors on 29th March 2023 and their appointment was confirmed by the members of the Company vide postal ballot through remote e-voting, results of the same declared on Friday, 12th May 2023.

10. DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criterion of Independence as prescribed under Section 149 (6) of the Companies Act, 2013 (Act) and Regulation 16 (1) (b) of SEBI LODR.

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

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

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

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

The Board of Directors considered that Ms. Apurva P. Joshi, Mr. Suhas J. Ahirrao and Mrs. Anagha S. Anasingaraju possess the requisite expertise and experience (including the proficiency) and they are persons of high integrity and repute and accordingly approved their appointment/re-appointment as Independent Director(s). Other than the above, there are no other appointments / re-appointments for Independent Directors of the Company in Financial Year 2023-24.

12. BOARD MEETINGS

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

includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Financial Year under review, 6 (Six) Board Meetings were convened and held on 10th April 2023, 26th May 2023, 10th August 2023, 18th October 2023, 9th November 2023 and 8th February 2024 respectively.

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

13. MEETING OF INDEPENDENT DIRECTORS

In compliance with the provisions of Schedule IV of the Act and Regulation 25(3) of SEBI LODR, a meeting of Independent Directors was held on 25th March 2024 to review the performance as per Regulation 25(4) of SEBI LODR and Schedule IV of the Companies Act, 2013.

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

14. COMMITTEES OF BOARD

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

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

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

The Company pays remuneration by way of salary, perquisites, allowances, variable pay, commission and retirement benefits to its Executive Directors. The remuneration to the Executive Director(s) is in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder and is within the ceiling limits as provided thereunder and approved by the shareholders.

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

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

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

16. PARTICULARS OF EMPLOYEE REMUNERATION

Disclosures with respect to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure D** to this Report.

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

17. COMMISSION OR REMUNERATION FROM SUBSIDIARY

During the Financial Year under review, Mr. Karan Y. Shah, Whole–time Director of the Company has received remuneration of ₹ 30,00,000 from MEMCO Engineering Private Limited – Wholly Owned Subsidiary (WOS) of the Company.

Board's Report (Contd.)

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

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

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

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

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

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

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

19. ANNUAL RETURN

Pursuant to Section 92(3) of Companies Act 2013, the copy of Annual Return for the Financial Year ended 31st March 2024 is placed on the Company's website at PCL - Annual Return FY 23-24.

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

The Company has not given any loans, guarantees or made investment under section 186 of Companies Act, 2013 during the period under review.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/ arrangements/ transactions entered by the Company during the Financial year ended 31st March 2024 with related parties were on an arm's length basis and were in the ordinary course of business. There were no material related party transactions (RPTs) undertaken by the Company during the Financial Year that require Shareholders' approval under Regulation 23(4) of SEBI LODR or Section 188 of the Act.

The approval of the Audit Committee was sought for all RPTs. Certain transactions which were repetitive in nature were approved through omnibus route. All the transactions followed the applicable provisions of the Act and SEBI LODR. Therefore, the disclosure of related party transactions as required under Section 134 (3)(h) of the Act in Form AOC-2 is not applicable to the Company and hence the same is not provided. (Please refer Note No. 33 to the Standalone Financial Statements).

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

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors in the Audit Report on the Standalone and Consolidated Financial Statements for the Financial year ended 31st March 2024.

The Report of Secretarial Auditors for the Financial Year ended 31st March 2024 is also unmodified.

23. MATERIAL CHANGES AFTER THE CLOSURE OF FINANCIAL YEAR

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

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

The information pertaining to conservation of Energy, Technology absorption, Foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure B** and is attached to this report.

Board's Report (Contd.)

25. SUBSIDIARIES AND ACQUISITIONS

The Company has 2 (Two) subsidiaries, 2 (Two) step down subsidiaries as on 31st March 2024.

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

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

During the Financial Year under review, on Consolidated basis PCL NL registered a total revenue of ₹ 3 0,943.27 Lakhs as against ₹ 40,229.34 Lakhs in the previous year. The net loss for the year stood at ₹ 3,756.35 Lakhs as against net loss of ₹ 1,412.86 Lakhs in the previous year.

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

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

During the Financial Year under review, on MEMCO registered a total revenue of ₹ 5 ,006.33 Lakhs as against ₹ 5 ,339.19 Lakhs in the previous year. The net loss for the year stood at ₹ 22.98 Lakhs as against net loss of ₹ 24.42 Lakhs in the previous year.

c) MFT Motoren und Fahrzeugtechnik Gmbh ("MFT") – Step Down Subsidiary

MFT is engaged in the business of manufacturing Balancer Shafts (i.e. fully machined, hardened and balanced vertical and horizontal Balancer shafts), Camshafts, Bearing Caps, Engine Brackets and Prismatic Components (i.e. brake and chassis components, machining of all casting materials). MFT enjoys long term relationships with marquee global customers like Volkswagen, Audi, Opel, Westphalia, Hatz, Suzuki etc.

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

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

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

26. STATEMENT CONTAINING THE SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDARIES / ASSOCIATE COMPANIES / JOINT VENTURES

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

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

Board's Report (Contd.)

27. STATEMENT ON RISK MANAGEMENT POLICY

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

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

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

During the Financial Year under review, there were no significant and material orders passed by regulators or courts or tribunals impacting the going concern status and Company's operation in future. Investigation under Section 210 of Companies Act 2013 has been initiated by Ministry of Corporate Affairs on 17th December 2021. The investigation is under process.

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

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

During the Financial Year under review, these controls were tested and the observations of the Auditors were addressed by the Company after taking necessary steps to strengthen the financial controls and improve the systems. Statutory Auditors have also certified adequacy of internal financial controls systems over financial reporting based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control, as stated in the Guidance Note on Audit of Internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India.

30. DEPOSITS

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

31. SECRETARIAL AUDIT REPORT AND ANNUAL SECRETARIAL COMPLIANCE REPORT

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board appointed M/s. J B Bhave & Co., Company Secretaries, Pune as the Secretarial Auditors of the Company for the Financial Year 2023-2024. There are no qualifications/ observations/ remarks in the Secretarial Audit Report for the Financial Year ended 31st March 2024 which is annexed herewith as an **Annexure H** to the Annual Report.

Pursuant to SEBI Circular CIR/CFD1/27/2019 dated 8th February 2019 all listed entities shall, additionally, on annual basis, submit a report to the stock exchange(s) on compliance of all applicable SEBI Regulations and circulars / guidelines issued thereunder within 60 days of end of Financial Year. Such report shall be submitted by Company Secretary in practice to the Company in the prescribed format. The Company has received this report from M/s J.B. Bhave & Co., Company Secretaries, Pune for the Financial Year ended 31st March 2024 and it has been submitted to the stock exchange(s) within the stipulated time. The said report form's part of this Annual Report as **Annexure I**.

Board's Report (Contd.)

32. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company's guiding principle for CSR is to build its relationship with stakeholders and the community at large, and to contribute to their long term social good and welfare.

As on 31st March 2024, the composition of Corporate Social Responsibility (CSR) Committee is as follows:

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

Detailed Annual Report on CSR activities for the Financial Year ended 31st March 2024 is given as **Annexure C** and CSR Policy is also disclosed on the website of the Company at PCL - CSR Policy.

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

During the Financial Year ended 31st March 2024, in terms of PCL ESOS 2015, the Company has not allotted any Equity Shares on exercise of vested options and no fresh grant was made by the Company.

The disclosures in compliance with Section 62 of the Companies Act, 2013 read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014, SEBI (Share Based Employee Benefits) Regulations, 2014 are as follows:

Total No. of Shares covered by ESOP Scheme approved by the Shareholders	**6,00,000 (Six Lakhs) Equity Shares**		
Grant	I	II	Total
Options granted	-	-	-
Options Vested	-	-	-
Options exercised	-	-	-
The total number of shares arising as a result of exercise of option	-	-	-
Options forfeited	-	-	-
Options lapsed	-	-	-
Extinguishment or modification of options	-	-	-
The exercise price	₹ 10/-	₹ 10/-	₹ 10/-
Pricing formula	As per the ESOS Scheme approved by the members of the Company.		
Variation of terms of options	NA	NA	NA
Money realised by exercise of options	-	-	-
Total number of options in force	NIL		
Employee wise details of options granted to:			
i. Key Managerial Personnel & Senior Managerial Personnel	NA	NA	NA
ii. Any other employee who receives a grant of options in any one year of option amounting to 5% or more of options granted during that year	NA	NA	NA
iii. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	NA	NA	NA
Issued Capital (excluding outstanding warrants and conversions of the Company at the time of grant. (Only in case of Listed Companies)	NA	NA	NA
Diluted EPS calculated in accordance with International Accounting Standard (IAS) 33	NA	NA	NA

Board's Report (Contd.)

Disclosure under SEBI (Shared Based Employee Benefits) Regulation 2014 is available on the website of the Company at ESOP Disclosure 2023-24.

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

34. VIGIL MECHANISM / WHISTLE BLOWER POLICY

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

The detailed policy on Vigil mechanism is disclosed on the website of the Company at PCL - Vigil Mechanism Policy.

35. CORPORATE GOVERNANCE REPORT

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

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

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

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

The Company has in place a policy for Prevention of Sexual Harassment (PoSH) at workplace. This inter alia provides a mechanism for the resolution, settlement or prosecution of acts or instances of Sexual Harassment at work and ensures that all employees are treated with respect and dignity. The Company has also complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaint was reported to the Committee during the year ended on 31st March 2024 in connection with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

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

During the Financial Year ended 31st March 2024, there were no instances of fraud which were reported by the Statutory Auditors to the Audit Committee/ Board.

38. AUDITORS

(a) STATUTORY AUDITOR

The members at the 27th AGM of the Company appointed M/s MSKA & Associates, Chartered Accountants (Firm Reg. No. 105047W) as the Statutory Auditors of the Company for a period of 5 (Five) years to conduct the Statutory Audit from the Financial Year 2019- 20 to Financial Year 2023-24 and to hold office from the conclusion of 27th AGM till the conclusion of AGM held for Financial Year

2023-24. The Company has decided to appoint M/s MSKA & Associates, Chartered Accountants (Firm Reg. No. 105047W) as the Statutory Auditors of the Company for a further period of 5 (Five) years, subject to the approval of members in the ensuing AGM, to conduct the Statutory Audit from Financial year 2023-24 and to hold office till the conclusion of 37th AGM held for the Financial Year 2028-29.

(b) COST AUDITORS

The Board of Directors, on the recommendation of Audit Committee, had appointed M/s. S. V. Vhatte and Associates, Cost Accountants [Firm Registration No.: 100280] as Cost Auditors to audit the cost accounts of the Company for the Financial Year ended 31st March 2024. The Cost Audit report for the Financial Year 2024-25 will be filed with the Ministry of Corporate Affairs on or before the due date.

The Board on recommendations of the Audit Committee have appointed M/s. S. V. Vhatte and Associates, Cost Accountants [Firm Registration No.: 100280] as Cost Auditors to audit the cost accounts of the Company for the Financial Year ended 31st March 2025, subject to ratification of remuneration by the members at the ensuing AGM. The cost accounts and records of the Company are duly prepared and maintained as required under Section 148(1) of Act.

(c) INTERNAL AUDITORS

The Company appointed M/s Unicus Risk Advisors LLP as Internal Auditors of the Company for the Financial Year ended 31st March 2025. The scope and authority of the Internal Auditor is as per the terms of reference approved by the Audit Committee. The Internal Auditors monitor and evaluate the efficiency and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Company.

39. REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

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

40. DIRECTORS RESPONSIBILITY STATEMENT

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

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the Company for that period;
3. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Directors had prepared the annual accounts on a going concern basis; and
5. the Directors had laid down internal financial controls to be followed by the Company and such internal controls are adequate and were operating effectively; and
6. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

41. CODE OF CONDUCT FOR BOARD AND SENIOR MANAGEMENT

The Company has adopted the Code of Conduct for the Directors and Senior Management and the same is

Board's Report (Contd.)

available on the website of the Company at PCL - Code of conduct for Board and Senior Management.

All Directors and Senior Management members have affirmed their compliance with the said Code. A declaration pursuant to the Regulation 26 (3) read with Part D of the Schedule V of the SEBI LODR, 2015 signed by Managing Director to this effect forms part of Corporate Governance Report of this Annual Report.

42. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

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

43. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

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

44. INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") dividends which remain unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF"). The Members whose dividend/ shares are transferred to the IEPF Authority can claim their shares/dividend from the IEPF Authority following the procedure prescribed in the Rules.

In accordance with the said IEPF Rules and its amendments, the Company had sent notices to all the Shareholders whose shares were due for transfer to the IEPF Authority and simultaneously published newspaper advertisements. The Company had frequently sent communication to these shareholders by email whose email address are available with R&T / DP and also through various other modes viz. notice of General Meeting or notice regarding deduction of tax at source (TDS) for dividend payment etc.

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

The Board of Directors of the Company strategically comprises of Independent Directors from different domains which adds value to the Company. Every Independent Director with his expertise and integrity has earned a vast experience and reputation in the industry. Our Independent Directors are experts in Finance, Company Laws, Forensic Audits, Corporate Restructuring, Commercial Laws and Audit. These domains are integral part of every business and therefore the collective expertise of these board members ensure that we are up to the mark with the global leaders in terms of ethics, corporate governance, best industry practices, transparency and technology.

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

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

47. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

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

48. CAUTIONARY STATEMENTS

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

Board's Report (Contd.)

49. ACKNOWLEDGEMENTS

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

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

Yatin S. Shah
DIN: 00318140
Chairman and Managing Director
Date: 23rd May 2024
Place: Solapur

Ravindra R. Joshi
DIN: 03338134
Whole-time Director and CFO
Date: 23rd May 2024
Place: Solapur

ANNEXURE A

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

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

FORM NO. AOC-1

Part A – Subsidiary Companies of Precision Camshafts Limited

(Amt. in ₹ Lakhs)

Particulars	Name of Subsidiaries	
	PCL (International) Holding B.V., (Consolidated Basis)	MEMCO Engineering Private Limited
The date since when subsidiary was acquired	Not applicable	10th October 2017
Reporting period for the subsidiary concerned, if Different from the holding company's reporting period	1st April 2023 to 31st March 2024	1st April 2023 to 31st March 2024
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries i.e. 31st March, 2024	Euro Closing Rate 1 Euro = ₹ 89.04/- Average Rate 1 Euro = ₹ 89.78/-	₹ Exchange Rate -Not applicable
Share Capital	11,785.49	720.00
Reserves and Surplus	(16,083.87)	1,866.38
Total Assets	17,960.51	3,778.51
Total Liabilities (excluding share capital, reserves and surplus)	20,376.82	1,192.13
Investments	NIL	683.45
Turnover	30,719.92	4,931.97
Profit/(Loss) before Tax	(3,937.20)	36.40
Provision for tax	(180.84)	59.38
Profit after Tax	(3,756.35)	(22.98)
Proposed Dividend	-	-
% of Shareholding	100	100

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

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

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

Yatin S. Shah
DIN: 00318140
Chairman and Managing Director

Date: 23rd May 2024
Place: Solapur

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

Date: 23rd May 2024
Place: Solapur

ANNEXURE B

A. CONSERVATION OF ENERGY:

PCL has induced environmental sustainability as an integral part of its business operations and continues to find and apply measures that can optimise utilisation of available resources.

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

The steps taken for energy conservation and its impact:

1. Installation of power factor improvement with Harmonic filters to improve power quality (Thyristor controlled automatic harmonic filter bank). The power factor is maintained at unity (0.995) at all plants. This will help the Company to save approximately ₹ 30 Lakhs every year.
2. The Company has converted electrical air heater ovens into Liquid Petroleum Gas (LPG) ovens for 4 shell moulding machines which will help in conservation of energy and product quality improvement. The Company has replaced Kelson machine with Susha machine with LPG consumption and four station machines replace with Susha with LPG consumption to save power.
3. The Company has converted 9 air compressors with special purpose motors used in the foundries into regular induction motors which will help the Company to save energy approximately worth ₹ 18 Lakhs. The Company is in the process of such conversion for 8 more motors used in Machine Shop.
4. The Company provided electrical Forklift use instead of Diesel forklift – to prevent carbon emission.
5. To improve lumens & reduce power cost in manufacturing sheds & external areas of the Company, all lightings have been changed to LED lamps with improved Lux from 100 lux to 350 lux which will help the Company to save energy approximately ₹ 25 Lakhs annually.
6. The Company has installed a natural cool air ventilation system (Eco air cooling) on Shell moulding. This has helped in energy conservation as well as comfortable working conditions for workers. Ambient temperature reduction by 2 to 3 degrees Centigrade at knockout.
7. The Company has installed a 15 MWp Solar Power Plant for Captive Consumption at Mangalvedha, Solapur which is helping the Company to save energy cost. The said solar power plant will be capable of generating 1,80,00,000 units per annum on an average. Cost saving ₹ 1300 Lakhs per year.

B. TECHNOLOGY ABSORPTION AND RESEARCH & DEVELOPMENT:

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

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

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

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

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	(₹ in Lakhs)
Earnings	32,766.61
Outgo	1,962.50

ANNEXURE C

THE ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2023-24

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

1. Brief outline on CSR Policy of the Company

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

2. Composition of CSR Committee.

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

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

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

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

5. Details of CSR expenditure

Sr. No	Particulars	Amount (₹ in Lakhs)
a.	Average net profit of the Company as per sub-section (5) of section 135	7623.48
b.	Two percent of average net profit of the Company as per sub-section (5) of section 135.	152.46
c.	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	-
d.	Amount required to be set-off for the financial year, if any.	3.83
e.	Total CSR obligation for the financial year [(b)+(c)-(d)].	148.63

Annexure C (Contd.)

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

Sr. No	Particulars	Amount (₹ in Lakhs)
a.	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	154.53
b.	Amount spent in Administrative Overheads.	-
c.	Amount spent on Impact Assessment, if applicable.	-
d.	**Total amount spent for the Financial Year [(a)+(b)+(c)].**	**154.53**

e CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year	Amount unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
154.53	**Nil**	NA	NA	Nil	NA

f. Excess amount of set-off, if any:

Sr. No	Particulars	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5)	148.63
(ii)	Total amount spent for the Financial Year	154.53
(iii)	Excess amount spent for the financial year [(ii)-(i)]	5.90
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	5.90

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

(₹ in Lakhs)

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

Annexure C (Contd.)

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

If Yes, enter the number of Capital asset created/acquired

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset (s)	Date of creation	Amount of CSR amount spent (in Lakhs)	Details of entity/Authority/ beneficiary of the registered owner
-1	-2	-3	-4	-5	-6
1.	Installation of Solar Plant for water supply system	413003	15-06-2023	14.11	38 Maharashtra Battalian NCC, MW 28 98 G, Raksha Vihar, Gurunanak Chowk, Solapur
2.	Installation of Roof Top Solar Plant	413222	03-08-2023	14.82	Adhar Care Centre, Vyankatesh Nagar, Bhogav Tq. North Solapur
3.	Installation of Roof Top Solar Plant	413001	16-02-2024	8.37	13 ZPPS schools from the villages of Solapur District – (Valuj, Ekurge, Ankoli, Nimbargi, Chungi, Akkalkot, Yamgarwadi, Masale Choudhari, Mangoli, Bairagwadi, Solankar wadi, Solapur City)

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

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

Yatin S. Shah
Chairman & Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

ANNEXURE D

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

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

1) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary for the Financial Year 2023-24:

Sr. No.	Name of the Director	Designation	Ratio of the Remuneration of each Director /to Median Remuneration of Employees	% increase in the remuneration of each Director/ , Chief Financial Officer/ Company Secretary
1.	Mr. Yatin S. Shah	Chairman & Managing Director	117.37	0.00
2.	Mr. Ravindra R. Joshi	Whole-time Director & Chief Financial Officer	107.62	(18.37)
3.	Mr. Karan Y. Shah	Whole-time Director– Business Development	25.91	0.00
4.	Dr. Suhasini Y. Shah	Non-Executive Director	1.93	0.00
5.	Mrs. Savani A. Laddha	Independent Director	1.93	0.00
6.	Dr. Ameet N. Dravid	Independent Director	1.93	16.00
7.	Mr. Suhas J. Ahirrao	Independent Director	1.93	100.00
8.	Mr. Apurva P. Joshi	Independent Director	1.93	100.00
9.	Mr. Anagha S. Anasingaraju	Independent Director	1.93	100.00
10.	*Mr. Sarvesh N. Joshi	Independent Director	Not Comparable as figures of FY 2023-24 are part of the year.	Not Comparable as figures of FY 2023-24 are part of the year.
11.	**Mr. Tanmay M. Pethkar	Company Secretary & Compliance Officer	Not Comparable as figures of FY 2023-24 are part of the year.	Not Comparable as figures of FY 2023-24 are part of the year.

*Mr. Sarvesh N. Joshi retired at the 31st Annual General Meeting held on 26th July 2023.

**Mr. Tanmay M. Pethkar was appointed as Company Secretary and Compliance Officer on 10th August 2023.

2) Percentage increase in the median remuneration of employees in the FY 2023-24:

During the Financial Year under review, there has been a decrease of approximately -14.34 % in the median remuneration paid to the employees.

3) The number of permanent employees on the rolls of the Company as on 31st March 2024: 904

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

The average percentage increase in salaries of employees other than Managerial Personnel is 19.83 %. Average increase in the remuneration of Directors and other Key Managerial Personnel is -5.92 %

Annexure D (Contd.)

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

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

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

Yatin S. Shah
Chairman & Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

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

Name of the employee	Designation	Gross Remunera-tion	Nature of employ-ment	Qualification and experience	Date of commence-ment of employment	Age	Last employ-ment held and Designation	% of equity shares held in the Company	Relative of Director/ Manager
Yatin S. Shah	Chairman & Managing Director	304.40	Whole-time employee on roll of the Company	B.com, MBA 35 years of experience in business expansion and administration	08/06/1992	60	Chetan Foundries, CEO	39.78	Spouse of Dr. Suhasini Y. Shah and Father of Mr. Karan Y. Shah
Ravindra R. Joshi	Whole-time Director & CFO	279.13	Whole-time employee on roll of the Company	B.com, DBM 34 years of experience in the field of finance and accounting	11/05/2000	57	Chetan Foundries, Manager Finance	0.02	NA

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

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

Yatin S. Shah
Chairman & Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Pune

ANNEXURE E

REPORT ON CORPORATE GOVERNANCE

Company's Philosophy on Code of Governance

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

Corporate governance framework

Our corporate governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the leadership and governance of the Company. We believe that an active, well-informed and Independent Board is necessary to ensure the highest standard of Corporate Governance practice. At PCL, the Board is at core Corporate Governance practice. The Board oversees the management's functions and protects the long-term interests of our stakeholders.

Corporate governance guidelines

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as applicable, with regard to Corporate Governance.

Company's Corporate Governance framework is based on an effective Independent Board, separation of our Board's supervisory role from the executive management team and constitution of the committees of our Board, as required under law. The Board of Directors, along with its Committees, provides leadership and guidance to the management and directs and supervises the performance of the Company, thereby enhancing stakeholders' value. Our Board is constituted in compliance with the provisions of the Companies Act and the SEBI LODR, as applicable. The Management presents before the Board of Directors and its corresponding committees all the Reports/Intimations filed to Stock Exchange from time to time. Our Board functions either directly, or through various committees constituted to oversee specific operational areas. Our Company also urges its Board Members and top management to abide by the Code of Corporate Governance.

A report on compliance with the principles of Corporate Governance as prescribed by the SEBI in Chapter IV read with Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is given below:

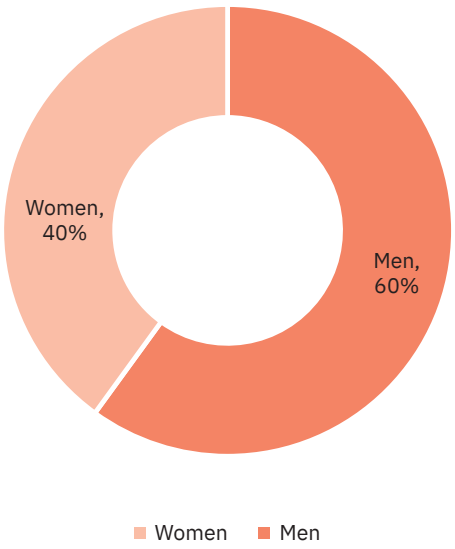
Board of Directors

a) Composition and category of Directors

A wide range of perspectives is critical to effective corporate governance. The Management believes that the Company's Board should comprise of an appropriate mix of Executive, Non-Executive and Independent Directors, to maintain its independence and diversity of perspectives, and lead to good management dynamics and better governance. The Board Diversity Policy adopted by the Board sets out its approach to diversity. The policy is available on our website at Policy on Board Diversity. The detailed profile of all Directors of the Company is available on website of the Company www.pclindia.in.

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

Board Gender Diversity



Annexure E (Contd.)

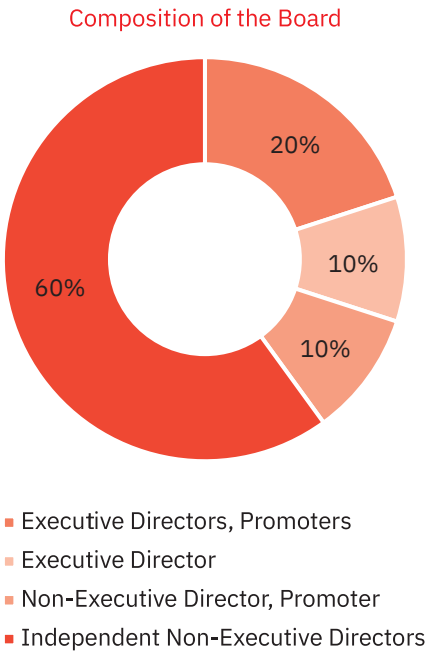
As on 31st March 2024 our Board is comprised of 9 (nine) Directors. The composition of the Board is as follows with Mr. Yatin S. Shah as the Chairman:

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

Notes: -

- Mr. Sarvesh N. Joshi ceased to be Independent Director of the Company pursuant to his retirement at the 31st Annual General Meeting held on 26th July 2023 after serving two consecutive terms.
- The members of the Company have approved the appointment of Ms. Apurva P. Joshi, Mrs. Anagha S. Anasingaraju and Mr. Suhas J. Ahirrao as Independent Director for the period 30th September 2024 vide postal ballot dated 12th April 2023.

Composition of Board as on 31st March 2024



All the Directors have made necessary disclosures regarding their directorships and other interests as required under Section 184 of the Companies Act, 2013 and the Committee positions held by them in other companies. The Company is in compliance with the provisions of Section 165 (1) of the Companies Act, 2013 and Regulation 17A of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 (SEBI LODR), i.e. None of the Directors on the Company's Board:

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

All the Independent Directors have confirmed that they meet the 'Independence' criteria as mentioned under Regulation 16 (1) (b) of the SEBI LODR and Section 149 (6) of the Companies Act, 2013 ("Act") and the Rules framed thereunder. In terms of Regulation 25(8) of the SEBI LODR, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and

Annexure E (Contd.)

that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

Pursuant to Clause VII of the Schedule IV (Code for Independent Directors) of the Companies Act 2013 and Regulation 25(3) of SEBI LODR, separate meeting of Independent Directors was held on Monday 25th March 2024 without the attendance of Non-Independent Directors and members of management. All the Independent Directors were present at the meeting.

The Company is in compliance of Regulation 26 of the SEBI LODR, i.e. none of the Directors are members in more than 10 (Ten) Committees or act as a Chairperson of more than 5 (Five) committees, the committees being, Audit Committee and Stakeholders' Relationship Committee across all public limited companies, whether listed or not in which he/she is a Director. All the Directors except Independent Directors and Managing Director are liable to retire by rotation.

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

Pursuant to Regulation 27(2) of the SEBI LODR, the Company submits a quarterly Compliance Report on Corporate Governance to the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) within 21 days of the close of every quarter.

The Managing Director and Chief Financial Officer have certified to the Board on inter alia, the accuracy of the financial statements and adequacy of internal controls for financial reporting, in accordance with Regulation 17(8) read together with Part B of Schedule II of the SEBI LODR for the Financial Year ended 31st March 2024. The said certificate form's part of this Annual Report as **Annexure J**.

b) Board Procedures

The agenda is circulated well in advance to the Board members. The items on the agenda are backed by comprehensive background information to facilitate meaningful discussions and enable the Board to take appropriate decisions. As part of the process of good governance, the agenda also includes the progress on the decisions taken by the Board in its previous meeting(s).

The Board also, inter-alia, reviews quarterly / half yearly / annual results, the strategy of business including corporate restructuring plans if any, Annual Operating Plan (AOP), capital expenditure budgets, update on new business, market share of businesses, reports for all laws applicable to the Company, review of major legal cases, minutes of Meetings of Committee of the Board and of Board Meeting of Subsidiary Companies, financials of subsidiary companies, review of internal control framework and risk management etc. The Directors receive regular updates on changes in the relevant laws and regulations which are relevant to PCL at the Board meetings. The required information as enumerated in Part A of Schedule II of SEBI Listing Regulations, 2015 is made available to the Board of Directors for discussions and consideration at Board Meetings. Draft Minutes of the Board and Committee meetings of the Company are circulated to all the Directors for their comments within 15 days of the meeting.

The Board is also kept informed of major events / items and approvals are taken wherever necessary. As a part of corporate governance, the Board Charter has been drawn up setting out roles / terms of references and processes of functioning of the Board including Committees of the Board.

The Company has put in place relevant systems and processes to ensure compliance with the provisions of applicable laws. In accordance with the compliance procedures of the Company, relevant Heads of the Departments confirm compliances with applicable regulations and a presentation detailing list of applicable laws/rules/regulations.

Annexure E (Contd.)

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

Sr. No.	Director	Meetings held during the year						Number of Meetings attended during the year	31st Annual General Meeting
		10th April 2023	26th May 2023	10th August 2023	18th October 2023	9th November 2023	8th February 2024		
1.	Mr. Yatin S. Shah	√	√	√	√	√	√	6	Yes
2.	Dr. Suhasini Y. Shah	√	√	√	√	√	√	6	Yes
3.	Mr. Ravindra R. Joshi	√	√	√	LOA	√	√	5	Yes
4.	Mr. Karan Y. Shah	√	√	√	√	√	√	6	Yes
5.	Mr. Sarvesh N. Joshi	LOA	LOA	NA	NA	NA	NA	NA	Yes
6.	Mr. Savani A. Laddha	√	√	LOA	√	√	√	5	Yes
7.	Dr. Ameet N. Dravid	√	LOA	√	√	√	√	5	Yes
8.	Ms. Apurva P. Joshi	√	√	√	LOA	√	√	5	Yes
9.	Mr. Suhas J. Ahirrao	√	√	√	√	√	√	6	Yes
10.	Mrs. Anagha S. Anasingaraju	√	√	√	√	LOA	√	5	Yes

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

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

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

d) Details of membership of Directors in other Companies Boards and their Committees as on 31st March 2024

SR. No	Name of the Director	No of Directorship in other Public Companies	No of Committee Positions held in other Public Companies		No shares held by Non-Executive Director
			Chairman	Member	
1.	Mr. Yatin S. Shah	2	Nil	Nil	NA
2.	Dr. Suhasini Y. Shah	4	2	3	1,07,78,461
3.	Mr. Ravindra R. Joshi	2	Nil	Nil	NIL
4.	Mr. Karan Y. Shah	1	Nil	Nil	NIL
5.	Mr. Savani A. Laddha	Nil	Nil	Nil	NIL
6.	Dr. Ameet N. Dravid	Nil	Nil	Nil	NIL
7.	Ms. Apurva P. Joshi	6	2	8	NIL
8.	Mr. Suhas J. Ahirrao	Nil	Nil	Nil	NIL
9.	Mrs. Anagha S. Anasingaraju	Nil	Nil	Nil	NIL

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

Notes:

1. The Companies mentioned herein are Public Limited Companies and Deemed Public Companies, whether listed or not, and does not include other companies including Private Limited Companies, Foreign Companies, high valued debt listed and Companies under section 8 of the Companies Act, 2013.

Annexure E (Contd.)

e) Other listed entities in which the Directors hold directorship and category thereof as of 31st March 2024

Sr. No	Name of Director as on 31st March 2024	Name of the other Listed entities in which Director holds Directorship	Category of Directorship
1.	Mr. Yatin S. Shah	NA	NA
2.	Dr. Suhasini Y. Shah	Balaji Armines Limited	Non-Executive Independent Director
3.	Mr. Ravindra R. Joshi	NA	NA
4.	Mr. Karan Y. Shah	NA	NA
5.	Mr. Savani A. Laddha	NA	NA
6.	Dr. Ameet N. Dravid	NA	NA
7.	Ms. Apurva P. Joshi	1. Quick Heal Technologies Limited. 2. Fidel Softech Limited. 3. Associate Alcohols & Breweries Limited.	Non-Executive Independent Director
8.	Mr. Suhas J. Ahirrao	NA	NA
9.	Mrs. Anagha S. Anasingaraju	NA	NA

f) Number of Board Meetings

During the Financial Year under review, the 6 Board Meetings were held 10th April 2023, 26th May 2023, 10th August 2023, 18th October 2023, 9th November 2023 and 8th February 2024.

g) Disclosure of relationships between Directors inter-se as on 31st March 2024

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

h) Web link where details of familiarisation programme imparted to Independent Directors is disclosed. Familiarisation Programme FY 2023-24.

i) Skills/ Expertise / Competencies of the Board required in the context of the business.

The Company aims to cultivate a broad spectrum of demographic attributes and characteristics in the boardroom that elevates the Board's effectiveness to provide foresight and add value to the decision-making process. The Board of the Company comprises leaders and experts in their respective fields for achieving the objectives of the Company while operating effectively, responsibly and sustainably. The Members bring in the required skills, competence and expertise to the Board. The Directors are appointed based on well-defined selection criteria. The NRC considers, inter alia, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors, based on the recommendations of the NRC, identified the following core key skills/expertise/ competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:

Annexure E (Contd.)

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

Annexure E (Contd.)

j) Board Independence:

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

1. AUDIT COMMITTEE

(a) Brief description of terms of reference:

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

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
3. Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
4. Reviewing with the management, annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
   (i) matters required to be included in the Directors Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies, Act, 2013
   (ii) changes, if any, in accounting policies and practices and reasons for the same
   (iii) major accounting entries involving estimates based on the exercise of judgement by management
   (iv) significant adjustments made in the financial statements arising out of audit findings
   (v) compliance with listing and other legal requirements relating to financial statements
   (vi) disclosures of any related party transactions and
   (vii) modified opinion(s) in the draft audit report (if any).
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing with the management, the statement of uses/application of funds raised through an issue (public issue) the statement of funds utilised for purposes other than those stated in offer document/prospectus/ notice (if any) and the report submitted by the monitoring agency the utilisation of proceeds of a public and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing and monitoring auditor's independence and performance and effectiveness of audit process.
8. Approval of any subsequent modification of transactions of the Company with related parties.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.

Annexure E (Contd.)

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

(b) Composition, Name of members and Chairperson:

The Audit Committee of the Company is constituted in compliance with the provisions of Regulation 18 of the SEBI LODR and the provisions of Section 177 of the Companies Act, 2013 and rules made thereunder. All members of the Committee are financially literate, having the relevant accounting and financial management expertise.

The composition of Audit Committee as on 31st March 2024 is as under:

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

Annexure E (Contd.)

(c) Meetings and attendance during the year:

The Committee met **5 (Five)** times during the year. The meetings were held on 26th May 2023, 10th August 2023, 18th October 2023, 9th November 2023 and 8th February 2024.

The details of the Audit Committee meetings and its attendance during the Financial Year ended 31st March 2024 are as under: -

Sr No.	Name of Member	Meetings held during the year				
		26th May 2023	10th August 2023	18th October 2023	9th November 2023	8th February 2024
1.	Mr. Ravindra R. Joshi	√	√	LOA	√	√
2.	Mr. Sarvesh N. Joshi	√	NA	NA	NA	NA
3.	Mrs. Savani A. Laddha	√	LOA	√	√	√
4.	Dr. Ameet N. Dravid	LOA	√	√	√	√
5.	Ms. Apurva P. Joshi	√	√	LOA	√	√
6.	Mr. Suhas J. Ahirrao	√	√	√	√	√
7.	Mrs. Anagha A. Anasingaraju	√	√	√	LOA	√

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

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

2. NOMINATION AND REMUNERATION COMMITTEE

a. Brief description of terms of reference:

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

1. Formulation of criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Director a policy relating to, the remuneration of the directors, key managerial personnel and other employees. The Nomination and Remuneration Committee shall, while formulating the policy ensure that-
    a. the level and composition of is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the company successfully;
    b. relationship of to performance is clear and meets appropriate performance benchmarks; and
    c. to Directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:

    Provided that such policy shall be placed on the website of the Company, if any, and the salient features of the policy and changes therein, if any, along with the web address of the policy, if any, shall be disclosed in the Board's report.
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and

Annexure E (Contd.)

capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

3. Formulate criteria for determining Board composition, Board effectiveness, Board succession, and independent functioning of the Board;

4. Recommend the appointment and removal of directors for approval at the AGM;

5. Formulation of criteria for evaluation of performance of Independent Directors on the Board and of the Board of Directors;

6. Devising a policy on Board diversity;

7. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;

8. Decide whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Director;

9. Recommend to the Board, all remuneration, in whatever form, payable to Senior Management;

10. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or Overseas, including:

a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation 1992 or

b. The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2013.

11. Performing any other activities as may be delegated by the Board of Directors and/ or any statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

b. Composition, Name of members and Chairperson:

The Nomination and Remuneration Committee (NRC) has been constituted by the Board in compliance with the requirements of Regulation 19 and Section 178 of the Companies Act, 2013 and rules made thereunder of SEBI LODR.

The composition of the NRC as on 31st March 2024 is as under:

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

c. Meeting and attendance during the year:

The Committee met Three times during the year. The meetings were held on 26th May 2023, 10th August 2023 and 18th October 2023.

Annexure E (Contd.)

The details of the NRC meetings and its attendance during the Financial Year ended 31st March 2024 are as under: -

Sr No.	Name of Member	Meetings held during the year		
		26th May 2023	10th August 2023	18th October 2023
1.	Mrs. Savani A. Laddha	√	LOA	√
2.	Mr. Sarvesh N. Joshi	√	NA	NA
3.	Dr. Ameet N. Dravid	LOA	√	√
4.	Ms. Apurva P. Joshi	√	√	LOA
5.	Mrs. Anagha A. Anasingaraju	√	√	√

(√- Attended, NA-Not Applicable)

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

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

d. Performance evaluation criteria for independent directors:

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI LODR, the Annual Performance Evaluation was carried out for the Financial Year 2023-24.

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

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE

(a) Name of the Non- Executive Director heading the committee: Dr. Suhasini Y. Shah

(b) Name and designation of the Compliance Officer as on 31st March 2024:

Mr. Tanmay M. Pethkar, Company Secretary and Compliance Officer

3rd Floor, "Kohinoor B Zone Baner", Mumbai – Bangalore Highway, Baner, Pune – 411045

(c) Brief description of terms of reference:

The Stakeholders' Relationship Committee functions in accordance with Section 178 of the Act and Regulation 20 read with, Part D, Para B of Schedule II of the SEBI LODR. The suitably revised terms of reference enumerated in the Committee Charter, after incorporating therein the regulatory changes mandated under the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, are as follows:-

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

Annexure E (Contd.)

(d) Composition, Name of members and Chairperson

The Stakeholders' Relationship Committee (SRC) has been constituted by Board in compliance of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI LODR.

The composition of the SRC as on 31st March 2024 is as under:

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

(e) Meetings and attendance during the year:

The Committee met 1 (One) times during the year. The meeting was held on 26th May 2023.

The details of the SRC meetings and its attendance during the Financial Year ended 31st March 2024 are as under: -

Sr No.	Name of Member	Meetings held during the year
		26th May 2023
1.	Dr. Suhasini Y. Shah	√
2.	Mr. Karan Y. Shah	√
3.	Dr. Ameet N. Dravid	LOA
4.	Mrs. Anagha S. Anasingaraju	√

(√- Attended, NA-Not Applicable)

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

(f) Details of complaints received and attended to during the Financial Year 2023-24 are given below:

Opening Balance as on 1st April 2023	Received during the year	Resolved during the year	Not Resolved during the year	Closing Balance as on 31st March 2024
0	0	0	0	0

4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

(a) Terms of Reference:

1. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which will indicate the activities to be undertaken by the Company in accordance with Schedule VII of the Companies Act, 2013 amended from time to time.
2. Recommending the amount of expenditure to be incurred on CSR activities.
3. Monitor implementation and adherence to the CSR Policy of the Company from time to time.
4. Such other activities as the Board of Directors determine as they may deem fit in line with CSR PolicyThe Board has adopted the CSR Policy as formulated and recommended by the Committee. The CSR Policy is available on the website of the Company at PCL - CSR Policy. The Annual Report on CSR activities Annexure C for the Financial Year 2023-24 forms part of the Board's Report.

Annexure E (Contd.)

(b) Composition:

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board in compliance with the requirements of Section 135 of the Companies Act, 2013.

The composition of the CSR Committee as on 31st March 2024 is as under:

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

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

The Committee met **3 (Three)** times during the year. The meetings were on 26th May 2023, 9th August 2023 and 8th February 2024. Requisite quorum was present at the above Meetings.

The details of the CSR Committee meetings and its attendance during the Financial Year ended 31st March 2024 are as under:

Sr No.	Name of Member	Meetings held during the year		
		26th May 2023	9th August 2023	8th February 2024
1.	Mr. Yatin S. Shah	√	√	√
2.	Dr. Suhasini Y. Shah	√	√	√
3.	Dr. Ameet N. Dravid	LOA	√	√
4.	Ms. Apurva P. Joshi	√	√	√
5.	Mr. Suhas J. Ahirrao	√	√	√

(√- Attended, NA-Not Applicable)

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

5. RISK MANAGEMENT COMMITTEE

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

(a) Terms of Reference:

1. To formulate a detailed risk management policy which shall include:
   a. A framework for identification of internal and external risks specifically faced by the listed entity, including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
   b. Measures for risk mitigation including systems and processes for internal control of identified risks.
   c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

Annexure E (Contd.)

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken.
6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
7. To coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.
8. To seek information from any employee of the Company, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
9. Balance risks and opportunities.
10. Nurture a healthy and independent risk management function in the Company.
11. Carry out any other function as is referred by the Board from time to time.
12. And terms as mentioned in Risk Management Policy of the Company.

The Risk Management Policy is available on the website of the Company at PCL- Risk Management Policy

(b) Composition:

The composition of RMC as on 31st March 2024 is as under:

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

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

The Committee met **2 (Two) times** during the year. The meetings were on 21st July 2023 and 12th January 2024.

The details of the RMC meetings and its attendance during the Financial Year ended 31st March 2024 are as under:

Sr. No.	Name of Member	Risk Management Committee (RMC) Meetings held during the year	
		21st July 2023	12th January 2024
1.	Mr. Yatin S. Shah	LOA	LOA
2.	Mr. Ravindra R. Joshi	LOA	LOA
3.	Mr. Karan Y. Shah	√	√
4.	Mr. Rajkumar K. Kashid	√	√
5.	Mr. Narayana Chittavarjula	√	NA
6.	Mr. Anit Pal Singh	NA	√
7.	Mrs. Savani A. Laddha	√	√
8.	Mr. Suhas J. Ahirrao	√	√
9.	Mr. Deepak P. Kulkarni	NA	√

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

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

Annexure E (Contd.)

6. REMUNERATION OF DIRECTORS

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

The Company does not pay sitting fees to the Directors for attending the meetings. The commission on profits is payable to Non-Executive Directors based on time and contribution. The shareholders of the Company had approved payment of commission on profits to Non-Executive Directors for a sum not exceeding 1% of the annual net profits of the Company for period of 3 Years (1st April 2023 to 31st March 2027) in accordance with the provisions the Companies Act, 2013 at the 31st Annual General Meeting. The Board of Directors is authorised to decide the quantum within the limits.

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

Sr. No	Name of Director	Commission relating to FY 2023-24 (₹ in Lakhs)	Relationship
1.	Dr. Suhasini Y. Shah	5.00	Spouse of Mr. Yatin S. Shah and Mother of Mr. Karan Y. Shah.
2.	Mrs. Savani A Laddha	5.00	There is no pecuniary relationship with the Company and have not entered any transaction with the Company except payment of Commission for the Financial year and reimbursement of expenses.
3.	Dr. Ameet N. Dravid	5.00	
4.	Ms. Apurva P. Joshi	5.00	
5.	Mr. Suhas J. Ahirrao	5.00	
6.	Mrs. Anagha S. Anasingaraju	5.00	

The policy on Criteria for making payment to non- executive directors is disseminated on the website of the Company at www.pclindia.in.

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

Given below are details pertaining to certain terms of appointment and payment of Managerial Remuneration to the Managing Director, Whole-time Directors and Chief Financial Officer for FY 2023-24:

Sr. No	Name of Director	Basic Salary (₹)	Benefits, Perquisites and Allowances (₹)	Retirement benefits (₹)	Total (₹)
1.	Mr. Yatin S. Shah Chairman and Managing Director	304.40	39.86	0	344.25
2.	Mr. Ravindra R. Joshi Whole-time Director and Chief Financial Officer	279.13	34.06	0	313.19
3	Mr. Karan Y. Shah Whole-time Director – Business Development	67.19	30.47	0	97.66

Note:

The Company does not have any service contracts with its Directors, nor any severance fees is payable to the Directors.

Stock Options are not given to the Directors during the year.

Annexure E (Contd.)

7. GENERAL BODY MEETINGS:

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

Sr. No.	Financial Year	Date	Time	Venue	Special Resolutions passed at the AGM
1	2022-23 31st Annual General Meeting	26th July 2023	03.00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from Office No. 501/502, Kanchanban "B" Sunit Capital, Senapati Bapat Road, Pune 411016	NA.
2	2021-22 30th Annual General Meeting	21st September 2022	03.00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from E 10/103, M.I.D.C., Akkalkot Road, Solapur – 413006, Maharashtra, India	To consider appointment of Dr. Ameet N. Dravid (DIN: 06806783) as an Independent Director of the Company.
3	2020-21 29th Annual General Meeting	27th July 2021	03:00 PM	Conducted via Video Conferencing (VC)/ Other Audio Visual Means (OAVM) hosted from 51 Sarvodaya Housing Society, Hotgi Road, Solapur – 413003,India	To consider re-appointment of Mrs. Savani Arvind Laddha (Din: 03258295) as Director designated as Independent Woman Director of the Company.

Special Resolution passed through Postal Ballot

1. During the Financial Year 2023-24, based on the recommendation of Nomination and Remuneration Committee the members of the Company approved the appointment of Ms. Apurva P. Joshi, Anagha S. Anasingaraju and Mr. Suhas J. Ahir Rao vide postal ballot dated 12th May 2023.
2. The members of the Company have on the recommendation of Nomination and Remuneration Committee and Audit Committee approved the re-appointment of Mr. Ravindra R. Joshi as Whole Time Director and CFO for the period of 3 years form 1st April 2024 to 31st March 2027 vide postal ballot dated 19th November 2023.
3. The members of the Company have also approved the alteration of object clause of Memorandum of association of the Company vide postal ballot dated 19th November 2023.

Mr. Jayavant B, Bhave, Proprietor of M/s J. B. Bhave & Co., Company Secretaries was appointed as the Scrutiniser for conducting the postal ballot and e-voting exercise. The details of voting results are as follows:

A. Results of postal ballot dated 12th May 2023:

1. To consider appointment of Ms. Apurva P. Joshi (DIN: 06608172) as an Independent Director of the Company:

Particulars	% of total votes	Result
Votes in favour of the resolution	99.985	Passed with requisite majority
Votes against the resolution	0.0144	

Annexure E (Contd.)

2. To consider appointment of Mr. Suhas J. Ahirrao (DIN: 10090429) as an Independent Director of the Company:

Particulars	% of total votes	Result
Votes in favour of the resolution	99.985	Passed with requisite majority
Votes against the resolution	0.0141	

3. To consider appointment of Mrs. Anagha S. Anasingaraju (DIN: 02513563) as an Independent Director of the Company:

Particulars	% of total votes	Result
Votes in favour of the resolution	99.985	Passed with requisite majority
Votes against the resolution	0.0145	

B. Results of postal ballot dated 19th November 2023:

1. To consider alterations in the Memorandum of Association of the Company.

Particulars	% of total votes	Result
Votes in favour of the resolution	99.961	Passed with requisite majority
Votes against the resolution	0.0381	

2. To consider re-appointment of Mr. Ravindra R. Joshi (DIN: 03338134) as Whole-Time Director And Chief Financial Officer (CFO) of the Company and to fix his remuneration.

Particulars	% of total votes	Result
Votes in favour of the resolution	99.851	Passed with requisite majority
Votes against the resolution	0.1488	

8. MEANS OF COMMUNICATION:

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

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

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

Website: The Company's website (www.pclindia.in) is a comprehensive reference on its leadership, management, vision & Mission, Product, Group Companies, and Investor Relations. The Stakeholders can access the details of the Board, its Committees, Financials, Presentations, Transcripts, Shareholding Pattern, Notices, Annual Report, Company Announcements, Corporate Governance, Policies, Terms of Appointment of Independent, Familiarisation Programme. In addition, various downloadable forms required to be executed by the shareholders have also been provided on the website of the Company.

Electronic Communication: The Company had during FY 2023-24 sent Annual Reports, by email to those shareholders whose email addresses were registered with the Depositories. In support of the 'Green Initiative' the Company encourages Members to register their email address with their Depository Participant, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, on a real-time basis without any delay.

Annexure E (Contd.)

9. GENERAL SHAREHOLDER INFORMATION:

(a) Information:

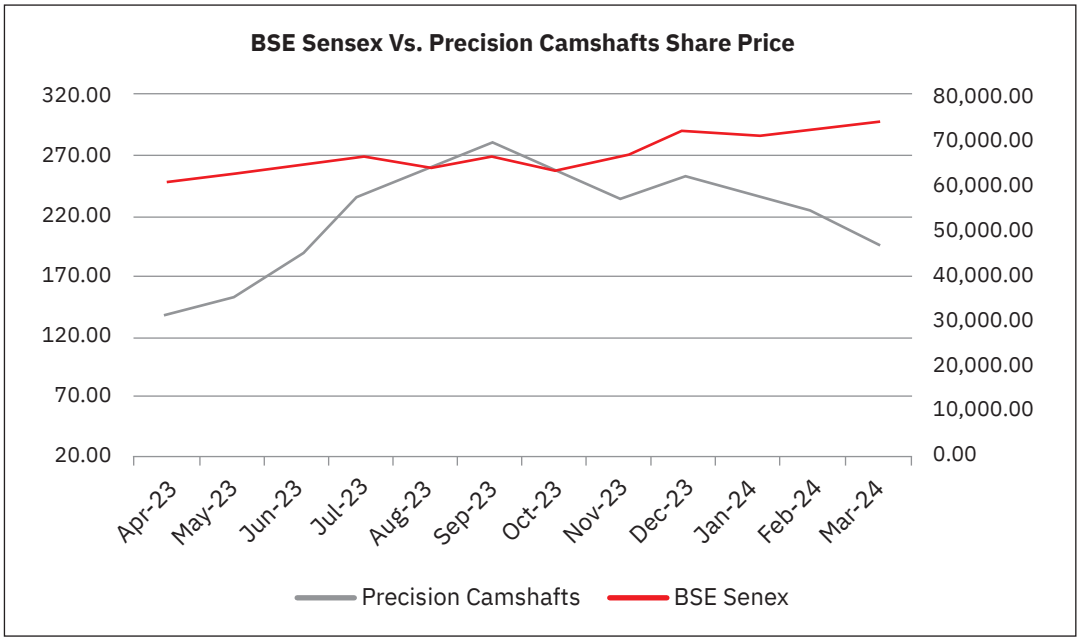
I.	Annual General Meeting – Date, Time and Venue	Friday, 26th July 2024 Via Video Conferencing and other audio visual means	
II.	Video Conference, If Yes, Link	Yes Link is provided in Notes to the AGM Notice	
III.	Financial Year	1st April 2023 to 31st March 2024	
IV.	Cut off for E - Voting and Dividend (if any)	Friday, 19th July 2024	
V.	Date of Dividend Payment	The Dividend, if declared at AGM will be paid on or before, 24th August 2024	
VI.	Dates of Book Closure	Saturday, 20th July 2024 to Friday, 26th July 2024	
VII.	E Voting Lines open	Wednesday,23rd July 2024 from 9.00 AM (IST) to Thursday, 25th July 2024 till 5.00 PM (IST)	
VIII.	The name and address of each stock exchange(s) at which the listed entity's securities are listed	**BSE Ltd.** Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001, Maharashtra, India Tel No: : (022) 22721233/4, 91-22-66545695 Fax : (022) 22721919	**National Stock Exchange of India Ltd.,** Exchange Plaza, 5th Floor, Plot no.C-1, G Block, Bandra-Kurla Complex, Bandra(E), Mumbai-400051 Maharashtra, India Tel No: (022) 26598100 - 8114 Fax No: (022) 26598120
IX.	Stock Code	**539636**	**PRECAM**
X.	ISIN	INE484I01029	
XI.	Confirmation about payment of annual listing fee to each of such stock exchange(s);	The Company has paid Listing Fees for the Financial Year 2023-24 to each of the Stock Exchanges, where the equity shares of the Company are listed.	

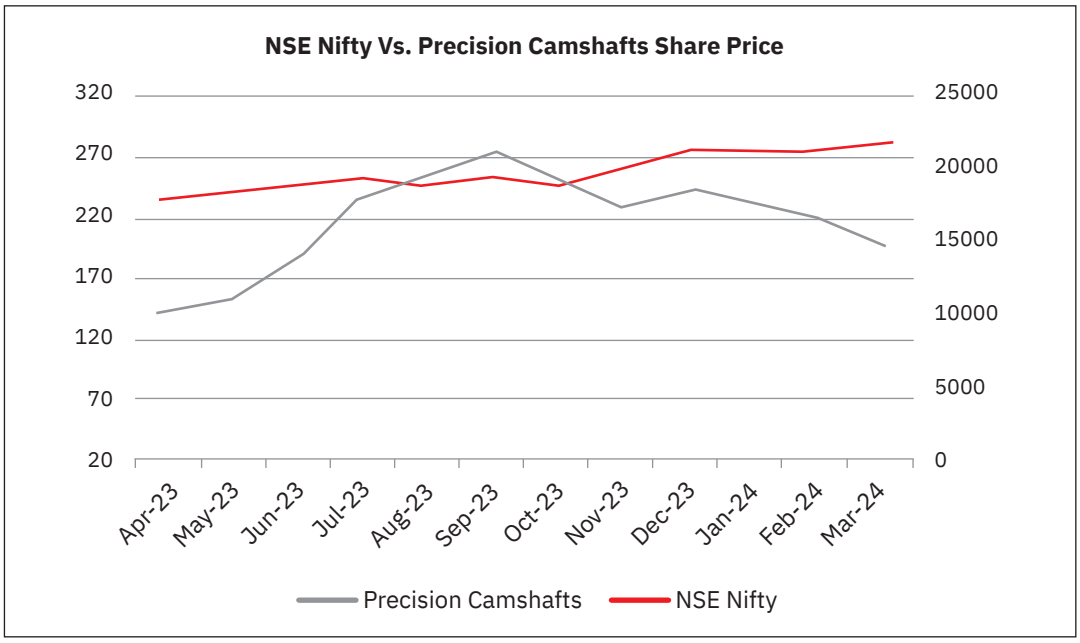
(b) Market price data- high, low during each month in last financial year:

Month	BSE		NSE	
	High Price	Low Price	High Price	Low Price
Apr-23	149.00	95.85	149.20	95.30
May-23	182.20	134.00	182.45	134.00
Jun-23	201.95	152.75	201.95	150.30
Jul-23	264.90	172.20	264.95	171.55
Aug-23	273.80	226.20	273.70	225.00
Sep-23	319.00	256.10	319.00	254.10
Oct-23	292.05	231.65	292.60	228.80
Nov-23	262.50	228.75	263.00	228.95
Dec-23	273.10	229.00	273.30	229.00
Jan-24	282.00	224.40	282.10	223.75
Feb-24	249.00	208.05	249.40	208.30
Mar-24	229.00	178.30	229.95	177.95

Annexure E (Contd.)

(c) Performance in comparison to broad-based indices such as BSE Sensex and NSE Nifty





Annexure E (Contd.)

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

(e) Registrar to an issue and share transfer agents

Link Intime India Private Limited
Block No 202, 2nd floor, Akshay Complex,
Near Ganesh Temple, Off Dhole Patil Road,
Pune 411 001, Maharashtra, India.
Tel: - +91 20 2616 0084, 2616 1629
Fax: - +91 20 2616 3503
SEBI Registration: INR000004058
Contact Person:
Mr. Ashok Gupta, pune@linkintime.co.in
website: www.linkintime.co.in

(f) Share transfer system:

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

(g) Distribution of shareholding.

No. of Shares	Shareholders		Equity shares held	
	No. of shareholders	% to Total	No. of shares	% to Total
1-500	46,960	91.6293	44,74,966	4.7112
501-1000	2,215	4.322	17,81,467	1.8755
1001-2000	1,021	1.9922	15,50,067	1.6319
2001-3000	364	0.7102	9,39,398	0.989
3001-4000	153	0.2985	5,47,921	0.5768
4001-5000	154	0.3005	7,36,798	0.7757
5001-10000	207	0.4039	15,39,681	1.621
10001- above	176	0.3434	8,34,15,537	87.8189
Total	**51250**	**100.0000**	**9,49,85,835**	**100.0000**

(h) Shareholding Summary as on 31st March 2024:

Category	Total Shares	% to equity
Physical	0	0.0000
NSDL	8,50,28,168	89.5167
CDSL	99,57,665	10.4833

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

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

Annexure E (Contd.)

(k) Plant locations and Address for correspondence:

1) E 102/103, M. I. D. C., Akkalkot Road, Solapur - 413 006, Maharashtra, India 2) D-5, MIDC Chincholi, Solapur - 413255, Maharashtra, India 3) D-6, D-7, D-7/1 MIDC, Chincholi, Solapur - 413255, Maharashtra, India	**Address for correspondence** Precision Camshafts Limited **Registered Office:** E 102/103 MIDC, Akkalkot Road, Solapur- 413006, Maharashtra, India **Corporate Office:** 3rd Floor, "Kohinoor B Zone Baner", Mumbai – Bangalore Highway, Baner, Pune – 411045 Tel. No. 020 – 25673050

(l) List of all credit ratings obtained by the Company during the financial year and revisions thereto, if any

Credit Rating on 3rd October 2023

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

10. OTHER DISCLOSURES:

(a) There have been no materially significant related party transactions that may have potential conflict with the interests of the Company at large.

(b) During the last three years, there were no instances of non-compliance by the Company and no penalty or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to the capital markets, except as given below:

Regulation	Quarter	Date of Submission with NSE and BSE	Days of Non-Compliance	Fine Amount per day		Date of payment	
				NSE	BSE	NSE	BSE
23(9) – The listed entity shall submit within 30 days from the date of publication of its standalone and consolidated financial results for the half year, disclosures of related party transactions on a consolidated basis, in the format specified in the relevant accounting standards for annual results to the stock exchanges and publish the same on its website.	Q-4 FY 2020-21 - 31st March 2021	25th June 2021	1	5000 +GST	5000 +GST	14th September 2021	14th September 2021

Annexure E (Contd.)

(c) The Company has laid down a Whistle Blower Policy, which includes Vigil Mechanism with detailed process for raising concerns by any of the employees, customers, vendors & investors, addressing the concerns and reporting to the Audit Committee/ Board. The Company affirms that no personnel had been denied access to the audit committee under Whistle Blower Policy.

(d) The Company has complied with all the mandatory requirements under SEBI LODR. The following non-mandatory requirement under Part E of Schedule II of the SEBI Listing Regulations, 2015 to the extent they have been adopted are mentioned below:

Reporting of Internal Auditor: The Internal Auditor reports to the Audit Committee and participates in the meetings of the Audit Committee and presents Internal Audit observations to the Audit Committee.

(e) The policy for determining Material Subsidiaries formulated by the Board of Directors is disclosed on the Company's website at PCL - Policy for determining Material Subsidiaries.

(f) The policy for transactions with related party formulated by the Board of Directors is disclosed on the Company's website at PCL - Policy on Related Party Transactions.

(g) Disclosure of commodity price risks and commodity hedging activities: **NA**

(h) The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

(i) The Company has obtained a certificate from Mr. Jayavant B. Bhave of M/s J B Bhave & Co., Practicing Company Secretary that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority.

(j) The Board of Directors has accepted all recommendations of all committees of the Board, which is mandatorily required, in the Financial Year 2023-24.

(k) Brief details of the fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part, are given below:

Sr. No.	Particulars	Amount (₹ in Lakhs)
1.	Fees for audit for FY 2023-24	35
2.	Out of pocket expenses	0
	Total	**35**

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

a. Number of complaints filed during the year. NIL

b. Number of complaints disposed of during the year. NIL

c. Number of complaints pending as on end of financial year. NIL

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

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

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

14. Securities and Exchange Board of India (SEBI) vide its Circular dated 31st July 2023 (Updated as on 4th August 2023), has announced the introduction of a common Online Dispute Resolution Portal ("ODR Portal"), whereby the existing dispute resolution mechanism in the Indian securities market is being streamlined under the aegis of Stock Exchanges and Depositories (collectively referred to as Market Infrastructure Institutions (MIIs)), by expanding their scope and by establishing a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. The ODR Portal named "SMART ODR" can be accessed through the URL: https://smartodr.in/login.

Annexure E (Contd.)

15. INFORMATION OF SENIOR MANAGEMENT

Details of Senior Management Personnel as on 31st March 2024 as defined under Regulation 16(1)(d) of SEBI (LODR) Regulations are as follows:

Sr. No	Name	Designation
1.	Anit Pal Singh	Chief Operating Officer
2.	Rajkumar Kashid	General Manager (Human Resources)
3.	Viplav Roy	Deputy General Manager – Project & Machine Shop
4.	Deepak Kulkarni	Deputy General Manager
5.	Jitendra Singh	Deputy General Manager - Projects
6.	Pradeep Mahindrakar	Assistant General Manager
7.	Aarohi Deosthali	Assistant General Manager – Accounts
8.	Salil Parulekar	Assistant General Manager - Supply Chain & Strategic Sourcing
9.	Chandra Shekhar Singh	Assistant General Manager - Manufacturing Machine shop
10.	Tanmay Pethkar	Company Secretary and Compliance Officer

DECLARATION REGARDING COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT

Pursuant to the regulation 26 (3) read with part D of the Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Yatin S. Shah, Chairman and Managing Director, hereby declare that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of board of directors and senior management for the Financial Year ended 31st March 2024.

DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES.

NA

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

Yatin S. Shah
Chairman & Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

ANNEXURE F

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

To,
The Members of
PRECISION CAMSHAFTS LIMITED
E 102/103 MIDC Akkalkot Road
Solapur – 413006
Maharashtra

I have examined the compliance of conditions of Corporate Governance by Precision Camshafts Limited, for the year ended on 31st March 2024, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of 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 the 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 according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to Listing Agreement of the said Company with stock exchanges. 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.

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

Jayavant Bhave
Proprietor
FCS: 4266 **CP:** 3068
UIN: S1999MH025400
UDIN: F004266E000356301
PR.NO: 1238/2021

Place : Pune
Date : 23rd May, 2024

ANNEXURE G

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
PRECISION CAMSHAFTS LIMITED
E 102/103, MIDC Akkalkot Road,
Solapur - 413006, Maharashtra, India

I have examined the relevant registers, record, forms, returns and disclosures received from the Directors of Precision Camshafts Limited having CIN: L24231PN1992PLC067126 and having Registered Office at E 102/103, MIDC Akkalkot Road, Solapur - 413006, Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications {including Directors Identification Number (DIN) status at the portal www.mca.gov.in} as considered necessary and explanations furnished to me by the Company & its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March 2024 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

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

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

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

Jayavant Bhave
Proprietor
FCS: 4266 **CP:** 3068
UIN: S1999MH025400
UDIN: F004266E000356301
PR.NO: 1238/2021

Place : Pune
Date : 23rd May, 2024

ANNEXURE H

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE YEAR ENDED 31st MARCH 2024

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

To,
The Members,
PRECISION CAMSHAFTS LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PRECISION CAMSHAFTS LIMITED**. (Hereinafter called "the Company").

Secretarial Audit was conducted for the period 1st April 2023 to 31st March 2024 in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances of the Company and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives, the explanations and clarifications given to us and representations made by the Management. I hereby report that in my opinion, the Company has, for the year ended 31st March 2024 during the audit period ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and legal compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the year ended 31st March 2024 according to the provisions of the following list of laws and regulations:

(i) The Companies Act, 2013 ('the Act') and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

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

(iv) Foreign Exchange Management Act, 1999 and rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings

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

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

b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[Not applicable as the Company has not issued any further share capital during the period under review]**

c) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021**[Not applicable as the Company has not issued any further share capital during the period under review]**

d) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **[Not applicable as there was no reportable event during the period under review]**

e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **[Not applicable as the Company has not issued any further share capital during the period under review]**

f) 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;

g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **[Not applicable as there was no reportable event during the period under review]**

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

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

(ii) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Annexure H (Contd.)

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

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

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

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

1) Mr. Gautam V. Wakankar has resigned from the post of Company Secretary and Compliance Officer of the company w.e.f. 30th April 2023.

2) The company had passed following resolutions through postal ballot on 12th May 2023 during the period under review-

   a. Appointment of Ms. Apurva P. Joshi (DIN: 06608172) as an Independent Director of the Company (Special Resolution)

   b. Appointment of Mr. Suhas J. Ahirrao (DIN: 10090429) as an independent Director of the company (Special Resolution)

   c. Appointment of Mrs. Anagha S. Anasingaraju (DIN: 02513563) as an Independent Director of the company (Special Resolution)

3) Mr. Tanmay Pethkar had been appointed on the post of Company Secretary and Compliance Officer of the company w.e.f. 10th August 2023.

4) Re-appointment and Fixation of remuneration of Mr. Karan Shah (DIN- 00318140) as Whole-Time Director from 13th August 2023 to 31st March 2027 was confirmed in the Annual General Meeting of the Company held on 26th July 2023.

5) Corporate Office of the Company was shifted from 501/502, Kanchanban "B" Sumit Capital, Senapati Bapat Rd., Pune India 411016 To 3rd Floor "Kohinoor B Zone Baner" Mumbai- Bangalore Highway Baner Pune 411045 w.e.f. 28th August 2023.

6) The company has passed the following resolutions through postal ballot on 19th November 2023:

   a. Alteration of the object clause of the Memorandum of Association (MOA) (Special Resolution)

   b. Re-appointment of Mr. Ravindra R. Joshi (DIN:03338134) as Whole-time Director and Chief Financial Officer (CFO) of the company and fixing of his remuneration (Ordinary Resolution)

7) Ministry of Corporate Affairs (MCA), through the office of the Registrar of Companies (ROC), Pune has initiated an investigation into the affairs of the company under section 210 of Companies Act, 2013. The management of the company has provided all the information, documents and data as sought by the Investigating Officers (IO). The IOs have recorded the statements of the directors and officers of the company. As on the date of this report the company is yet to receive interim/ final orders from MCA and as such the impact of the same could not be ascertained at this point of time.

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

Jayavant Bhave
Proprietor
FCS No. 4266
CP No. 3068
UIN: S1999MH025400
UDIN: F004266F000419549

Place : Pune
Date : 23rd May 2024

Annexure H (Contd.)

ANNEXURE TO THE SECRETARIAL AUDIT REPORT OF PRECISION CAMSHAFTS LIMITED (FY 2023-24)
AUDITORS' RESPONSIBILITY

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

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

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

Accordingly, I wish to state as under-

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

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

Jayavant Bhave
Proprietor
FCS No. 4266
CP No. 3068

Place : Pune
Date : 23rd May 2024

ANNEXURE I

SECRETARIAL COMPLIANCE REPORT

for the financial year ended 31st March 2024

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

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

(a) all the documents and records made available to us and explanation provided by **Precision Camshafts Limited** ("the listed entity"),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 2024 ("Review Period") in respect of compliance with the provisions of:

I. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

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

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

Include the following, to the extent applicable:

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015;

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

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

iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018

v. The Securities and Exchange Board of India SEBI (Share Based Employee Benefits and Sweat Equity) Regulations 2021;

vi. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,

vii. 2021;

viii. The 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;

x. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

xi. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder; and based on the verification above, I hereby report that, during the Review Period,

Annexure I (Contd.)

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

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

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

Sr. No.	Observations/ Remarks of the PCS in the previous reports	Observations made in the Secretarial Compliance Report for the previous year(s)	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clause)	Details of Violation/ deviations and actions taken/ penalty imposed, if any, on the listed entity	Remedial Actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
	NIL	NIL	NIL	NIL	NIL	NIL

I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

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

Annexure I (Contd.)

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

Annexure I (Contd.)

Assumptions & limitation of scope and review:

Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.

This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

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

Jayavant Bhave
Proprietor
FCS No. 4266
CP No. 3068
UIN: S1999MH025400
UDIN: F004266F000419549
PR No.: 1238/2021

Place : Pune
Date : 23rd May 2024

ANNEXURE J

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

To,
Board of Directors,
PRECISION CAMSHAFTS LIMITED
E-102/103, MIDC, Akkalkot road,
Solapur – 413006.

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

(a) We have reviewed the financial statements and the cash flow statements for the Financial Year ended 31st March 2024 and to the best of our knowledge and belief:

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations

(b) there are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year ended 31st March 2024 which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and Audit Committee –

1. There are no significant changes in internal controls over financial reporting during the Financial Year ended 31st March 2024
2. There are no significant changes in accounting policies during the Financial Year ended 31st March 2024, hence, the same is not disclosed in the notes to the financial statements and
3. There are no instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

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

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

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

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

- **SECTION A GENERAL DISCLOSURES**
- **SECTION B MANAGEMENT AND PROCESS DISCLOSURES**
- **SECTION C PRINCIPLE-WISE PERFORMANCE DISCLOSURE**

Principle 1	Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable
Principle 2	Businesses should provide goods and services in a manner that is sustainable and safe
Principle 3	Businesses should respect and promote the well-being of all employees, including those in their value chains
Principle 4	Businesses should respect the interests of and be responsive to all its stakeholders
Principle 5	Businesses should respect and promote human rights
Principle 6	Businesses should respect and make efforts to protect and restore the environment
Principle 7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
Principle 8	Businesses should promote inclusive growth and equitable development
Principle 9	Businesses should engage with and provide value to their consumers in a responsible manner

Business Responsibility and Sustainability Report (Contd.)

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Company	L24231PN1992PLC067126
2.	Name of the Company	Precision Camshafts Limited
3.	Year of Incorporation	1992
4.	Registered office address	E 102/103 MIDC Akkalkot Road, Solapur, Maharashtra, India, 413006
5.	Corporate office address	3rd Floor, "Kohinoor B Zone Baner", Mumbai – Bangalore Highway, Baner, Pune – 411045
6.	E-mail	cs@pclindia.in
7.	Telephone	020-25673050
8.	Website	www.pclindia.in
9.	Financial year for which reporting is being done	1st April 2023 to 31st March 2024
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	₹ 94,98,58,350
12.	Name and contact details (telephone, email address) of the person for BRSR Reporting	CS Tanmay M Pethkar Phone No.- 020-25673050 Email id- cs@pclindia.in
13.	Reporting boundary	Standalone
14.	Name of assurance provider	TÜV SÜD South Asia Private Limited
15.	Type of assurance obtained	Limited

II. Product/Services

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

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

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

S. No.	Product/Services	NIC Code	% of total turnover contributed
1.	Manufacturing of Parts and Accessories for Motor Vehicles	2930	100

III. Operations

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

Location	Number of plants	Number of offices	Total
National	12	2	14
International	3	1	4

19. Markets served by the entity

a. Number of locations served

S. No.	Number of Locations served	Number
1.	National (Number of states)	1
2.	International (Number of countries)	2

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

48 % of total turnover contributes to exports.

c. Briefly explain the types of customers

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

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total	Male		Female	
		(A)	No. (B)	% (B/A)	No. (C)	% (C/A)
	Employees					
1.	Permanent (D)	884	835	94.46	49	5.54
2.	Other than permanent (E)	20	20	100	0	0
3.	Total employees (D+E)	904	855	94.58	49	5.42
	Workers					
4.	Permanent (F)	421	421	100	0	0
5.	Other than permanent (G)	1076	1076	100	0	0
6.	Total workers (F+G)	1497	1497	100	0	0

b. Differently abled Employees and workers:

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

Business Responsibility and Sustainability Report (Contd.)

21. Participation/Inclusion/Representation of women

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

22. Turnover rate for permanent employees and workers

Category	FY 2024			FY 2023			FY 2022		
	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)	Male (%)	Female (%)	Total (%)
Permanent employees	2	0	100	2	0	100	1	0	100
Permanent workers	0	0	0	0	0	0	0	0	0

V. Holding, Subsidiary and Associate Companies (including Joint ventures)

23. Names of holding / subsidiary / associate companies / joint ventures

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

VI. CSR Details

24. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

ii. If yes, Turnover - 62634.38

iii. Net worth - 82051.17

VII. Transparency and disclosure compliances

25. Complaints/grievances on any of the principles (principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGBRC) –

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024			FY 2023		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	CSR Policy	NIL	NIL	NA	NIL	NA	NA
Investors	Dividend Policy	NIL	NIL	NA	NIL	NA	NA
Shareholders	https://pclindia.in/index.php/corporate-governance/	NIL	NIL	NA	NIL	NIL	NA

Business Responsibility and Sustainability Report (Contd.)

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2024			FY 2023		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Employees and workers	https://pclindia.in/index.php/corporate-governance/	NIL	NIL	NA	NIL	NIL	NA
Customers	https://pclindia.in/index.php/corporate-governance/	22	4	NA	8	0	NA
Value Chain Partners	https://pclindia.in/index.php/corporate-governance/	23	0	NA	26	0	NA
Other (please specify)	https://pclindia.in/index.php/corporate-governance/	NIL	NIL	NA	NIL	NIL	NA

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

S. No.	Material issue identified	Is it risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Ethical Business Practices	Risk	Running our daily activities in an ethical way (e.g., ethical marketing, lobbying, anti-bribery measures etc.)	i. Development of Code of Conduct ii. Development of policies, programs and mechanisms for avoiding unethical practices	Implication-Negative
2.	Employee health, safety, wellbeing and working condition	Risk	Providing a safe & healthy (both physical and mental) work environment for all employees and ensuring fair employment practices (e.g., upholding labour rights, freedom of association)	i. Ensuring periodic internal and external audits ii. Training all employees and workers on safe working practices iii. Investigation of each reported case and taking corrective actions to avoid reoccurrence	Implication-Negative

Business Responsibility and Sustainability Report (Contd.)

S. No.	Material issue identified	Is it risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Responsible governance practices	Opportunity	Governing our business in a responsible way by considering ESG factors in our operational and strategic business decisions (e.g., remuneration, providing transparency to stakeholders, capital allocation etc.)	Top management of the Company has given top priority to corporate governance issues and displayed signed copies of the Code of Conduct on their website and regularly reviewed by the Committee	Implication-Positive
4.	Compliance	Risk	The risk of non-compliance is taken care of with a proactive management approach	The Company has mapped all applicable regulations and the team is managing the desired compliance level & aspiring path toward excellence journey by adopting international standards	Implication-Negative
5.	Product Stewardship/ Supply Chain Sustainability	Risk	Being an OEM Product, stewardship is not in direct control of the Company however a critical role is played in achieving supply chain sustainability	The Company has created an environmentally and socially sustainable supply chain using an innovative approach to its manufacturing processes. This has reduced risk and helped in building confidence in car manufacturers.	Implication-Negative
6.	Waste Management	Opportunity	Every manufacturing process generates some waste and zero waste is a long-term target. Being proactive Company has continuously improved and reduced its waste significantly	The Company has always maintained a higher level than the desired level of compliance for waste management both hazardous and nonhazardous.	Implication-Positive
7.	Corporate Social Responsibility	Opportunity	We at PCL are cognizant of the importance of CSR activities in improving the livelihoods of our communities. Giving back to the communities is a crucial part of our business development strategy.	The Company has a separate CSR Policy & CSR Committee which makes an annual action plan of activities to be covered under Corporate Social Responsibility. CSR policy empowers the CSR budget of at least 2% of PAT and programs are planned and CSR team prepares an annual calendar for CSR event	Implication-Positive

Business Responsibility and 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. These are briefly as under:

P1	Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains
P4	Businesses should respect the interests of and be responsive to all its stakeholders
P5	Businesses should respect and promote human rights
P6	Businesses should respect and make efforts to protect and restore the environment
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
P8	Businesses should promote inclusive growth and equitable development
P9	Businesses should engage with and provide value to their consumers in a responsible manner

1. Policy and Management processes

	Points	P1	P2	P3	P4	P5	P6	P7	P8	P9
1. (a)	Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
(b)	Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
(c)	Web Link of the Policies, if available	www.pclindia.in								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	No	No	No	No	No	No	No	No	No
4.	Name of the national and international codes/ certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company's operations adhere to and are certified for ISO 9001. All manufacturing units are certified for adherence to ISO 14001 & ISO 45001. PCL is an IAFT 16949 certified Company. The Company's CSR policy follows the provisions of Section 135 of Companies Act, 2013								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	PCL is working to minimalise the impact of its activities on the environment by committing: 1. We have 7% reduction in scope 1 & 2 by 2030 from our reporting year calculations. 2. PCL has installed 15 MWT solar power plant at Mangalweda, Dist: Solapur.								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	NA								

Business Responsibility and Sustainability Report (Contd.)

Governance, leadership and oversight

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

At Precision Camshafts Limited, sustainability forms the core of all activities. We endeavor to become the driving force in crafting a bright and confident future for the nation, serving our stakeholders responsibly, underpinned by resilience and future-readiness. Communities are a top priority and the Company's CSR activities in the areas of Education, Health and Hygiene, Environment and Rural Development are aimed at addressing concerns and challenges that affect the surrounding communities including underprivileged groups within the community. PCL takes efforts towards enhancement of communities around its operations. Therefore, specific efforts are taken to partner with small and local producers. PCL also invests in supplier development through measures to educate them on best practices that can lead to an improvement in operational and logistical efficiency. In the reporting year, we have created awareness with all our major suppliers about ESG and its relevance to our business. We are in the process of finalising ESG concepts for our supplier assessment. We have targeted 15% of our suppliers to go for ESG assessment and rate them as per their performance.

At PCL we are cognizant of the importance of developing a diverse and inclusive work force. Diversity is one of the core components of our people philosophy. We have institutionalised diversity and inclusion into our employment processes- meritocracy, fairness and ethics being the pillars of our people management strategy. We believe that workplace diversity is a vital component in building an enabling and empowering workplace Keeping this in mind, we do not discriminate our current or prospective employees based on nationality, race, caste, gender, gender identity/expression, physical ability, religion, colour, sexual orientation, disability, age or marital status. In our agenda to foster an inspiring workplace, we provide equal opportunities to all team members. We continually put in place several initiatives to further strengthen our diversity and inclusion framework.

At PCL, we recognise the importance of emission management in the industry, making it a key material aspect of our business. Over the past five years, we have better understood the difficulty in achieving year-on- year energy reductions and Scope 1 and 2 CO2 emissions savings. Our best opportunities for further improvements are through increased efficiency and fuel use changes, and we will focus on these areas in the coming years. We will also install new technology to identify potential savings and explore new technologies to achieve our goals.

Our sustainability vision and our continual efforts have helped us reduce a considerable number of emissions. To manage our carbon impact and achieve our emission reduction goals, we have strategised a variety of measures including interventions such as replacing fossil fuel with Renewable Solar energy. We will have a 7% reduction in scope 1 & 2 by 2030 from our reporting year calculations. We are planning for renewable energy at our sites in the coming years.

As a part of PCL long-term goal to build a cleaner and greener planet, we have invested in environmental sustainability, making it a key aspect in our manufacturing processes. We focus relentlessly on improving productivity, energy efficiency and maximising sustainability at our manufacturing facility through usage of state-of-the-art technologies and processes. Our technologies and processes help us continually monitor and analyze our environmental footprints in various locations. Resource efficiency and environmental impact reduction are at the core of our sustainability strategy, all our green targets being focussed on these two aspects. ESG performance in the upcoming decade is a key focus area for PCL. Through its community development initiatives, deep vendor relationships, skilled team, and leading technologies PCL will continue to deliver on its ESG agenda while driving true stakeholder value.

Business Responsibility and Sustainability Report (Contd.)

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

Karan Y. Shah

Whole Time Director

DIN. 07985441

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. The Company has a well-defined ESG department who seeks the decision from the Whole-time Directors of the Company on various aspects of the environmental and social issues of the Company.

10. Details of Review of NGRBCs by the Company

Subject for Review		a. Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									b. Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
		P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Performance against above policies and follow up action	Company policies are established by the Board or Committees of Boar and undergo regular or as-needed reviews by the Board or appropriate committee. These reviews assess the policies' efficacy, leading to the implementation of any necessary modifications to ensure the policies remain effective and aligned with the Company's objectives.																	
2.	Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company actively ensures adherence to all relevant statutory requirements. Compliance with governing rules and regulations is systematically monitored, and any deviations are promptly addressed, reinforcing our commitment to operating within the established legal and ethical frameworks.																	

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

The majority of our policies are internal. Our Company adheres to these policies and conducts regular internal reviews, excluding external partners from the review process.

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

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

Business Responsibility and Sustainability Report (Contd.)

SECTION C: PRINCIPLE-WISE PERFORMANCE DISCLOSURE

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

S. No.	Segment	Total number of training & awareness programmes held	Topics / principles covered under the training	% age of persons in respective category covered by the awareness programmes
1.	Board of Directors	6	During Board/Committee Meetings, directors receive regular presentations covering a range of topics essential to the Company's operations. These include the Company's strategy, business operations, market performance, organisational structure, product brands, finance, risk management framework, quarterly and annual financial results, human resources, technology, health safety & environment, regulatory updates, whistleblower complaints and future outlook. Furthermore, updates are provided on: 1. Internal Controls and Compliance 2. HR Policies, Compensation & Benefits, Talent Management, and Succession Planning program 3. Cybersecurity and Internal Controls related to Cybersecurity 4. Risk Management Strategy and Framework.	100
2.	Key Managerial Personnel			
3.	Employees other than BOD and KMPs	26	Through training, we offer instruction in various areas including career management, leadership, human rights, the Code of Conduct, code of conduct for insider training, POSH, safety, creating an inclusive workplace, and environmental awareness.	100
4.	Workers			

2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by its directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions in the financial year in the following format

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

Business Responsibility and Sustainability Report (Contd.)

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

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Any	

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

Yes, the anti-bribery policy within the Company's Code of Conduct articulates the dedication to conducting business with integrity, adhering to relevant anti-bribery laws and standards. These policies aim to provide clear guidance, ensure compliance with anti-corruption laws, foster an ethical culture, and protect its employees' reputations while minimising the risk of fines and penalties. As an integral part of the Global Code of Conduct, the Anti-bribery policy applies universally to all employees. The Company also expects adherence to these principles from its business partners, which include suppliers, service providers, agents, and channel partners (such as dealers and distributors). PCL Code of Conduct is accessible globally which can be accessed in the link - https://www.pclindia.in

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

	Segment	FY 2024	FY 2023
1.	Directors	NIL	NIL
2.	Key Managerial Personnel		
3.	Employee		
4.	Workers		

6. Details of complaints with regard to conflict of interest

	Segment	FY 2024		FY 2023	
		Number	Remarks	Number	Remarks
1.	Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL		NIL	
2.	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	FY 2023
Number of days of accounts payables	66.62	64.34

Business Responsibility and Sustainability Report (Contd.)

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:

(₹ In Lakhs)

Parameter	Metrics	FY 2024	FY 2023
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	NIL	NIL
	b. Number of trading houses where purchases are made from	NIL	NIL
	c. Purchases from top 10 trading houses as % of total purchases from trading houses.	NIL	NIL
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
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	73.84	84.62
	b. Sales (Sales to related parties / Total Sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil (For the Current Year)	Nil (For the Current Year)
	d. Investments (Investments in related parties / Total Investments made)	Nil (For the Current year)	Nil (For the Current year)

LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

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

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

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

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

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

The policy on Code of Conduct is available at: https://www.pclindia.in.

Business Responsibility and Sustainability Report (Contd.)

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

ESSENTIAL INDICATORS

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

S. No.	Segment	FY 2024	FY 2023	Details of improvements in environmental and social impacts
1.	R&D	0	0	NA
2.	Capex	0	0	NA

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

Yes. We create partnership opportunities for suppliers and subcontractors, to contribute to, and share in our success. The Company has a supply chain policy in place that provides guidance on sustainable sourcing. At an all-India level, preference is always given to sourcing from local suppliers. The Company has a, supply chain function solely responsible for sourcing from responsible suppliers and it ensures sources have ISO and IATF certifications. At present, these are considered sustainable sources and the Company is in the process of increasing the robustness of the process.

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

Not calculated this year.

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

Process defined and operation Work Instructions is in place for handling all hazardous and other wastes.

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.

We have applied to CPCB through their online Portal and paid Fees of ₹ 10,000/-, but still Registration number not allotted to us.

LEADERSHIP INDICATORS

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
NIL	NIL	NIL	NIL	NIL	NIL

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product/Service	Description of the risk / concern Action Taken	Description of the risk / concern Action Taken
NIL	NIL	NIL

Business Responsibility and Sustainability Report (Contd.)

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2024	FY 2023
NIL	NIL	NIL

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2024			FY 2023		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0	0	0	0	0	0
E-waste (MT)	0	0.475	0	0	0.92	0
Hazardous waste (MT) Shot blast dust	0	0	13.53	0	0	5.9
Oil soaked C waste	0	0	0.115	0	0	0.08
Waste Oil (KL)	0	0	15	0	0	14.60
Other waste	0	0	0	0	0	0

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
None	Not Application

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

ESSENTIAL INDICATORS

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

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	835	835	100	835	100	0	0	0	0	0	0
Female	49	49	100	49	100	49	100	0	0	0	0
Total	**884**	**884**	**100**	**884**	**100**	**49**	**5.5**	**0**	**0**	**0**	**0**
Other than Permanent Employees											
Male	20	20	100	20	100	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**20**	**20**	**100**	**20**	**100**	**0**	**0**	**0**	**0**	**0**	**0**

Business Responsibility and Sustainability Report (Contd.)

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

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	421	421	100	421	100	0	0	0	0	0	0
Female	0	0	0	0	0	0	0	0	0	0	0
Total	**421**	**421**	**100**	**421**	**100**	**0**	**0**	**0**	**0**	**0**	**0**
Other than permanent workers											
Male	1,056	1,056	100	1,056	100	0	0	0	0	0	0
Female	20	20	100	20	100	20	100	0	0	0	0
Total	**1,076**	**1,076**	**100**	**1,076**	**100**	**20**	**2**	**0**	**0**	**0**	**0**

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

	FY 2024	FY 2023
Cost incurred on well-being measures as a % of total revenue of the company	Nil	0.001

2. Details of retirement benefits for Current and Previous FY

	Benefits	FY 2024			FY 2023		
		No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority
1.	PF	100	100	YES	100	100	YES
2.	Gratuity	100	100	YES	100	100	YES
3.	ESI	100	100	YES	100	100	YES
4.	Superannuation	100	100	YES	100	100	YES
5.	After Retirement Medi-Claim	100	100	YES	100	100	YES

3. Accessibility of workplaces - Are the premises / offices of the entity accessible to differently abled employees, 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.

Though the Company does not have any differently abled emploees the registered office, corporate office, and all plants are equipped for easy movement of differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.

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

Yes. We cover aspects of equal opportunity in our Employee Equal Opportunity policy. We provide equal opportunities to all our employees and to all eligible applicants for employment in our Company. The policy can be view at www.pclindia.in.

Business Responsibility and Sustainability Report (Contd.)

5. Return to work and Retention rates of permanent employees that took parental leave

Gender	Permanent Employees		Permanent Workers	
	Return to work Rate (%)	Retention Rate (%)	Return to work Rate (%)	Retention Rate (%)
Male				
Female				
Total				

*No paternal leave

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

1.	Permanent workers	L 1- Day to day grievance are handled at shop floor level by Shop Supervisor / Plant Head. L2 - If not settled at shop floor level employee can approach HR dept- Manager HR / HR Team to redress grievance. L3 - If not settled in L2 further escalated to GM HR/ Management for further discussion & redressal on the grievance.
2.	Other than Permanent Workers	
3.	Permanent Employees	
4.	Other than Permanent Employees	

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

Category	FY 2024			FY 2023		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	884	68	7.69	1,070	0	0
Male	835	68	8.14	1,019	0	0
Female	49	0	0.00	51	0	0
Total Permanent Workers	421	421	100.00	250	0	0
Male	421	421	100.00	250	0	0
Female	0	0	0.00	0	0	0

8. Details of training given to employees

Category	FY 2024					FY 2023				
	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	855	130	15	703	82	1019	0	0	0	0
Female	49	9	18	40	82	51	0	0	0	0
Total	**904**	**139**	**15**	**743**	**82**	**1070**	**0**	**0**	**0**	**0**

Business Responsibility and Sustainability Report (Contd.)

Category	FY 2024					FY 2023				
	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)
Workers										
Male	1477	45	3	1350	91	250	0	0	0	0
Female	20	5	25	20	100	0	0	0	0	0
Total	**1497**	**50**	**3**	**1370**	**92**	**250**	**0**	**0**	**0**	**0**

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

Category	FY 2024			FY 2023		
	Total (A)	No (B)	% (B/A)	Total (C)	No (D)	% (D/C)
Employees						
Male	855	855	100	1019	1019	100
Female	49	49	100	51	51	100
Total	**904**	**904**	**100**	**1070**	**1070**	**100**
Workers						
Male	421	421	100	250	250	100
Female	20	0	0	0	0	0
Total	**441**	**421**	**95**	**250**	**250**	**100**

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 Company has successfully implemented an Occupational Health and Safety Management system, attaining certification in accordance with the ISO: 45001:2018 Standard. This comprehensive system has been seamlessly integrated across all facets of the organisation, reflecting our commitment to ensuring the health, safety, and well-being of our employees. By adhering to rigorous standards and protocols, we strive to create a work environment where occupational health & safety is paramount and risks are minimised, thereby fostering a culture of diligence, accountability, and continuous improvement.

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

Yes, we have established processes for employees to report work-related hazards and to remove themselves from such risks. Our approach includes utilising various tools such as HIRA (Hazard Identification and Risk Assessment), Safety Audit, Safety Committee Meetings, Safety Suggestion Scheme, and conducting Daily Plant Rounds. These mechanisms ensure that employees are actively engaged in identifying and reporting hazards, and they have the means to remove themselves from risky situations to maintain a safe work environment.

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

Yes, we have implemented a well-defined procedure. Employees receive through training throughout every phase, beginning with recognising hazardous tasks and progressing to comprehending the potential risks and consequences involved. Moreover, we guarantee that employees have access to effective communication channels via multiple avenues, such as daily gatherings and weekly safety committee sessions headed by departmental leaders and

project management teams. Additionally, monthly safety committee meetings are convened to assess performance and address any emerging concerns that could affect Environment, Health, and Safety (EHS) standards. All members of our workforce are empowered to identify and report work-related hazards directly to the Project Manager or the designated EHS Officer.

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

Yes, we provide non –occupational medical and healthcare services to our employees.

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

S. No.	Safety Incident/Number	Category	FY 2024	FY 2023
1.	Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
		Workers	3.044	3.48
2.	Total recordable work-related injuries	Employees	0	0
		Workers	17	10
3.	No. of fatalities	Employees	0	0
		Workers	0	0
4.	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

Its our motto and we follow safe work practice, procedure and work instruction to work safely. We focuses on engineering controls, elimination of hazards and for that we carried out HIRA-Hazard identification and Risk Analysis of all processes. We introduced "Safety Suggestion Scheme" for their best suggestions for improvements. Taken care of safe all guards. We are following Safety work permits for critical work activity. In factory premises we take care of road safety like Pedestrian ways, Zebra crossings, etc. We provide occupational health centre and ambulance cab for easy and quick first aid and medical help. We have displayed EHS policy on the shop floor, displayed safety booklet to all employees for education and effective communication. We have issued all type of Personal Protective Equipment's (PPE) to employees.

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

Category	FY 2024			FY 2023		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	NA	NIL	NIL	NA
Health & Safety	NIL	NIL	NA	NIL	NIL	NA

14. Assessments for the year

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

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

Not Applicable

Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

   (A) Employees: Yes

   (B) Workers: Yes

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

   NA

3. **Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above),who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024	FY 2023	FY 2024	FY 2023
Employees	0	0	0	0
Workers	0	0	0	0

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

   No

5. **Details on assessment of value chain partners:** NA

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0
Working Conditions	0

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

   NA

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   The Company identifies individuals or groups of individuals or institutions that play an important role in the business as its key stakeholders and ensures that it engages with them regularly to understand their needs.

   The Company identifies employees including workers, shareholders and investors, customers, dealers and distributors, technical collaborators, banks, suppliers and vendors, society and local communities around the Company's manufacturing sites, professional bodies and regulators as its key stakeholders. Through regular interactions with our stakeholders across

various channels, we have been able to strengthen our relationships and enhance our organisational strategy. We have identified key stakeholders group and each stakeholder continues to contribute in their own way in creating a shared value.

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

Stakeholder group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), 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	• Annual report • Press releases • Investor presentations • Corporate Website • Quarterly and Annual Results • Annual General Meetings	> Yearly	• To stay in touch with the employees, listen to their needs and to address their concerns. • Learning Opportunities. • Career Management and Growth Prospectus. • To stay in touch with the employees, listen to their needs and to address their concerns. • Learning Opportunities. • Career Management and Growth Prospectus
Customers/ Clients	No	• Conferences • Training • Press releases • Investor presentations • Corporate Website • Quarterly and Annual Results	> Half Yearly	• To stay abreast of developments in the Company; • To apprise of quarterly and annual results • Understanding Stakeholders expectations
Shareholders/ Investors	No (except a few small enterprises)	• Training • Press releases • Investor presentations • Corporate Website • Quarterly and Annual Results	> Periodically > Quarterly > Yearly	Timely business updates on material events, enhancing level of disclosures, compliances
Department Managers	No (except a few small enterprises)	• one to one interactions/ meets • Conferences • Policies • Mass media & digital communications • Social media	> Annually	• Understanding client, industry and business challenges • Deciding on investment and capabilities required to fulfil demand • Ethical Behaviour • Governance
Partners & Collaborators	No	• Official communication channels • Regulatory audits/ inspections Environmental compliance Policy intervention • Good governance	> Periodically	To discussions various regulations and amendments, inspections, approvals.

Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   Consultation with all stakeholders on economic, environmental and social topics is carried out on periodical basis through direct interaction, surveys and other platforms as presented in Principle 4 Question 2. The feedback obtained from such consultations is analyzed by the respective business heads and responsible committees such as the Stakeholder Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee etc. The recommendations from these Committees after review and analysis are updated to the Board during board meetings for further proceedings and decision-making aligning with the sustainability and business strategy of the Company. The decisions taken by the Board and measures taken by the Company addressing the concerns which are raised through the feedback mechanism is communicated to the stakeholders.

3. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   No

4. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.**

   The PCL has always been in forefront in helping and upliftment of underserved and underprivileged groups of society. The Company has taken initiatives in specific areas of social development in Solapur, Latur and Osmanabad (Dharashiv) Districts that include primary and secondary education, skill development, vocational training, health and hygiene, sustainability, environment and ecological protection, charter building by opportunities in Sports and Cultural activities. The Company continuously strives to achieve total inclusiveness by encouraging people from all sections of the community irrespective of caste, creed or religion to benefit from our CSR initiatives which are also focussed on communities that reside in the proximity of our Company's various manufacturing locations in the country.

PRINCIPLE 5: Businesses should respect and promote human rights

ESSENTIAL INDICATORS

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

Category	FY 2024			FY 2023		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	884	0	0	1070	582	54
Other than permanent	20	0	0	12	12	100
Total employees	**904**	**0**	**0**	**1082**	**594**	**55**
Workers						
Permanent	421	0	0	250	120	48
Other than permanent	1076	0	0	1075	771	72
Total workers	**1497**	**0**	**0**	**1325**	**891**	**67.24**

Business Responsibility and Sustainability Report (Contd.)

2. Details of minimum wages paid to employees and workers.

Category	FY 2023-24					FY 2022-23				
	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	**884**	**884**	**100**	**0**	**0**	**1070**	**1070**	**100**	**0**	**0**
Male	835	835	100	0	0	1019	1019	100	0	0
Female	49	49	100	0	0	51	51	100	0	0
Other than permanent	**20**	**0**	**0**	**20**	**1**	**12**	**0**	**0**	**12**	**100**
Male	20	0	0	20	1	12	0	0	12	100
Female	0	0	0	0	0	0	0	0	0	0
Workers										
Permanent	**421**	**0**	**0**	**421**	**100**	**250**	**0**	**0**	**250**	**100**
Male	421	0	0	421	100	250	0	0	250	100
Female	0	0	0	0	0	0	0	0	0	0
Other than permanent	**1076**	**1076**	**100**	**0**	**0**	**1075**	**1075**	**100**	**0**	**0**
Male	1056	1056	100	0	0	1056	1056	100	0	0
Female	20	20	100	0	0	19	19	100	0	0

3. Details of remuneration/salary/wages, in the following format:

a. Median Renumeration/wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	5	6,60,71,359	4	20,00,000
Key Managerial Personnel	4	6,57,73,952	0	0
Employees other than BoD and KMP	1228	31,98,52,143	63	16,139,471
Workers	385	10,61,24,271	0	0

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

	FY 2024	FY 2023
Gross wages paid to females as % of total wages	0.83	1.88

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)

The Company has formulated a Grievance Redressal in Employee Induction Manual and as per the policy of Vigil mechanism which states that the employees can address their complaints or grievances to the Human Resources department or to the Senior Management. There shall be no retaliation or reprisal taken against any employee or associate who raises concerns in accordance with the policy.

Business Responsibility and Sustainability Report (Contd.)

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

The Company regards respect for human rights as one of its fundamental and core values and strives to support, protect and promote human rights to ensure that fair and ethical business and employment practices are followed. The Company is committed to maintaining a safe and harmonious business environment and workplace for everyone, irrespective of ethnicity, region, sexual orientation, race, caste, gender, religion, disability, work, designation, and other parameters.

Employees are encouraged to share their concerns with their superiors, the HR department, legal & compliance, or the members of the senior management. Employees can also send their concerns to the designated officer who will take the required action well in time.

In addition, Vigil Mechanism (VM) provides a formal platform to share grievances on various matters. .

New recruits are also sensitised to the VM mechanism forms part of the employee induction programme providing a guarantee of confidentiality.

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

Category	FY 2024		FY 2023	
	Filed during the year	Pending resolution at the end of year	Filed during the year	Pending resolution at the end of year
Sexual Harassment	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil
Forced Labour/ Involuntary Labour	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil

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

	FY 2024	FY 2023
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees/ workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

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

PCL is committed to providing equal opportunities to all individuals and is intolerant of discrimination and/or harassment based on race, sex, nationality, religion, age, gender identification, expression, etc. In addition to this, the Company has a Policy against Sexual Harassment at the workplace in adherence to the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013. Employees are given training about POSH during their induction.

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

Yes, PCL takes measures to respect human rights at its workplace but also promotes fair employment practices among other stakeholders. It is also part of the contract with suppliers to abide by the laws on child labour, sexual harassment, safe and secure work environment, etc.

Business Responsibility and Sustainability Report (Contd.)

10. Assessments for the year

Section	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Sexual Harassment	100
Discrimination at workplace	100
Child Labour	100
Forced Labour/ Involuntary Labour	100
Wages	100
Others- please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above

During the FY 2024, no significant risks or concerns were found throughout the assessment, thus prompting no need for corrective actions.

LEADERSHIP INDICATORS

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

No complaints/grievances have been received addressing human rights. The Company is of the belief that it has upheld the basic principles of human rights in all its dealings. The Company regularly sensitises its employees on the Code of Conduct through various training programs as well. We get certification from vendors stating that they follow the applicable labour laws and do not practice child labour.

2. Details of the scope and coverage of any Human rights due-diligence conducted. NA

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at workplace	-
Child Labour	-
Forced Labour/Involuntary Labour	-
Wages	-
Others	-

Note: Value chain partners such as material suppliers, contractors are evaluated periodically. However, major material suppliers including raw material, capital machineries and high value suppliers are assessed based on PCL Code of Conduct and parameters such as child labour, forced labour, sexual harassment, and discrimination.

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

During the FY 2024, no significant risks or concerns were found throughout the assessment, thus prompting no need for corrective actions.

Business Responsibility and Sustainability Report (Contd.)

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1. Details of total energy consumption (in GJ) and energy intensity, in the following format

Parameter	FY 2024	FY 2023
From renewable sources		
Total electricity consumption (A)	48,996.80	0
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	48,996.80	0
From non-renewable sources		
Total electricity consumption (D)	2,43,685.65	2,70,644.62
Total fuel consumption (E)	97,969.52	93,197.42
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	3,41,655.17	3,63,842.05
Total energy consumed (A+B+C+D+E+F)	3,90,651.97	3,63,842.05
Energy Intensity per rupee of turnover (Total energy consumed/ Revenue from operations)	5.79	5.80
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	NIL	NIL
Energy intensity in terms of physical output	NA	NA
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, name of the external agency.

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

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

3. Provide details of the following disclosures related to water, in the following format

Parameter	FY 2024	FY 2023
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	67,362	63,336
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	67,362	63,336
Total volume of water consumption (in kilolitres)	50,570	44,217
Water intensity per rupee of turnover (Water consumed / turnover in Crores)	0.74	0.70

Business Responsibility and Sustainability Report (Contd.)

Parameter	FY 2024	FY 2023
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	NIL	NIL
Water intensity in terms of physical output	NIL	NIL
Water 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, name of the external agency

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

4. Provide the following details related to water discharged:

Parameter	FY 2024	FY 2023
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others		
- No treatment (Used for gardening purposes)	0	0
- With treatment – please specify level of treatment	16,792	19,119
Total water discharged (in kilolitres)	16,792	19,119

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

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

We have well equipped Sewage Treatment plant and there is no any water discharge on outside area

6. Provide details of air emissions (other than GHG emissions) by the entity, in the following format.

Parameter	Please specify unit	FY 2024	FY 2023
NOx	Tonnes	1,796.45	972
SOx	Tonnes	1,791.61	3,078.51
Particulate matter (PM)	Tonnes	7,902.22	4,065.66
Persistent organic pollutants (POP)	NA	0	0
Volatile organic compounds (VOC)	NA	0	0
Hazardous air pollutants (HAP)	NA	0	0
Others- please specify	NA	0	0

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

Business Responsibility and Sustainability Report (Contd.)

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

Parameter	Please specify unit	FY 2024	FY 2023
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	6,131.76	5,834.70
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	48,466.37	53,828.31
Total Scope 1 and Scope 2 emissions intensity rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations)		0.95	0.95
Total Scope 1 and Scope 2 Emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		NIL	NIL
Total Scope 1 and Scope 2 emission intensity in terms of physical output		NIL	NIL
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details

Yes, The Company has installed 15 MW of Solar Power Plant at Managalwedha, Solapur for captive consumption.

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

Parameter	FY 2024	FY 2023
	Total Waste generated (in MT)	
Plastic waste (A)	0.0208	0.0258
E-waste (B)	0.475	0.92
Bio-medical waste (C)	0.02592	0.02345
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G) - Shot Blasting Dust	13.53	5.9
Oil-soaked cotton waste	0.115	0.08
Waste oil	15	14.6
Other Non-hazardous waste generated (H). Please specify, if any.		
Total (A+B + C + D + E + F + G + H)	**29.16672**	**21.54925**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)	0.0004	0.0003
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	0	0
Waste intensity in terms of physical output	0	0
Waste intensity (optional) – the relevant metric may be selected by the entity	0	0

Business Responsibility and Sustainability Report (Contd.)

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste	FY 2024	FY 2023
	Total Waste generated (in MT)	
(i) Recycled	0.02592	0.02345
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0.02592	0.02345

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of waste	FY 2024	FY 2023
	Total Waste generated (in MT)	
(i) Incineration	0.115	0.08
(ii) Landfilling	13.53	5.9
(iii) Other recovery operations	15	14.6

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

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

Necessary approval is taken from legal authorities for the generation, storage, and disposal of waste depending on the type of waste. All Hazardous/Non-hazardous waste generated is segregated at the source, collected, and stored separately at defined locations in the scrap yard with appropriate identification and labeling. All the hazardous waste is stored as per the requirement so that it can't have an adverse impact on the environment. Inventory of hazardous waste is maintained as per rules. Necessary training and Personal Protective Equipment are provided to all operators engaged in the handling of waste.

All the waste is disposed of through authorised agencies only and necessary records are maintained and return submitted to authorised agencies as per legal requirements. Continual Improvement projects are derived across all the units to reduce the generation of waste from processes/plants.

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, 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 the project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
NA					

Business Responsibility and 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 was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
No fines or penalties for non-compliance.				

LEADERSHIP INDICATORS

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area:

(ii) Nature of operations:

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2024	FY 2023
Water withdrawal by source (in kilolitres)		
(i) To Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others -From MIDC storage Supply to Industry	0	0
Total volume of water withdrawal (in kilolitres)	0	0
Total volume of water consumption (in kilolitres)	0	0
Water intensity per rupee of turnover (Water consumed / turnover)	0	0
Water intensity (optional) – the relevant metric may be selected by the entity	0	0
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0

Business Responsibility and Sustainability Report (Contd.)

Parameter	FY 2024	FY 2023
(iv) Sent to third-parties		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	0	0

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2024	FY 2023
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	0	0
Total Scope 3 emissions per rupee of turnover		0	0
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, assurance has been undertaken by M/s TÜV SÜD South Asia Private Limited.

3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
	Renewable energy use for its operations	NA	

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, we have an emergency preparedness plan covering all manufacturing sites and business operations with detailed guidelines, procedures and action plans for mitigating the risks and impacts in a timely manner. In the event of any major disruption such as process hazard, natural calamities; we have an appropriate action plan for the identified risks to respond to, mitigate the effects of, and restore the operations. We have conducted training and awareness programs to all employees and workers by providing the details of signaling mechanisms, roles & responsibilities, assembly points, medical arrangements to be followed in case of any business disruption.

We have an appropriate system, procedures and mechanisms to address various risks through implementation of emergency preparedness plan and guidelines on appropriate practices to be followed during the occurrence of any disaster.

Business Responsibility and Sustainability Report (Contd.)

6. Disclose any significant adverse impact to the environment, arising from the value chain o the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

No significant adverse impact identified

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts

The Company ensures compliance with our internal policies across our value chain. All principal material suppliers are required to certify adherence to the PCL Supplier Code of Conduct, which includes commitments to environmental regulations. We are actively improving our evaluation and auditing processes to be more aligned with specific sustainability criteria and other critical material concerns. This initiative is part of our ongoing effort to enhance environmental stewardship among our value chain partners.

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1.

a. Number of affiliations with trade and industry chambers / associations: 4 (Four)

b. List the top 10 trade and industry chambers / associations (determined based on the total members of such a 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)
1.	Mahratta Chamber of Commerce industries & Agriculture (MCCIA)	Maharashtra
2.	Automotive Component Manufacturers Associations of India (ACMA)	India
3.	Confederation of Indian Industry (CII)	India
4.	Indo-German Member of Commerce	India

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

Name of authority	Brief of the case	Corrective action taken
NIL	NIL	NIL

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

S. No.	Public Policy Advocated	Method resorted for such advocacy	Whether information available in public domain (Yes / No)	Frequency of Review by Board (Annually/Half yearly/Quarterly/ Others- please specify	Relevant Web link
NA					

PCL refrains from involvement in lobbying activities. Senior executives of PCL hold memberships in industry bodies engaged in shaping public policy related to industry & business. PCL's advocacy efforts are primarily directed towards areas of governance, economic reform, and energy security, with a steadfast commitment to advocating for the broader public good.

Business Responsibility and Sustainability Report (Contd.)

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 independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

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 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 ₹)
Not Applicable						

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

The Stakeholder Relationship Committee (SRC) looks into the grievances of the Shareholders related to transfer of shares, payment of dividend and non-receipt of annual report and recommends measure for expeditious and effective investor service etc. The Vigil Mechanism Policy provides for establishment of Vigil Mechanism for directors and employees to report genuine concerns or grievances. Web link of Policies of Company: https://pclindia.in/index.php/corporate-governance/

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

Category of waste	FY 2024	FY 2023
Directly sourced from MSMEs/ small producers	50	45
Directly from within India	10	10

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

LEADERSHIP INDICATORS

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
Not Applicable	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

S. No.	State	Aspirational District	Amount Spent (In ₹)
1.	Maharashtra	Dharashiv (Osmanabad)	1,28,804.00

Business Responsibility and Sustainability Report (Contd.)

3. **(a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)**

   No, We don't have any preferential policy. We are giving business based on the Capability and competency of suppliers.

   (b) From which marginalised /vulnerable groups do you procure?

   Not Applicable

   (c) What percentage of total procurement (by value) does it constitute?

   Not Applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:** NA

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/ No)	Benefit shared (Yes / No)	Basis of calculating benefit share

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.** NA

Name of authority	Brief of the Case	Corrective action taken

6. **Details of beneficiaries of CSR Projects:**

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Solar Panel for E Learning Kit (Digital Classroom)	755	100

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

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

   The Company has procedures in place for handling customer/consumer complaints. Customer satisfaction survey measurement is also conducted and action plan guides for continuous improvement.

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

State	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable. The Company is B2B (Business to Business) and products are manufactured as per the requirement of Customers.
Safe and responsible usage	
Recycling and/or safe disposal	

Business Responsibility and Sustainability Report (Contd.)

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

Category	FY 2024			FY 2023		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	NIL					
Advertising						
Cyber-security						
Delivery of essential services						
Restrictive Trade Practices						
Unfair Trade Practices						
Other						

4. Details of instances of product recalls on accounts of safety issues

	Number	Reasons for recall
Voluntary recalls	NIL	NIL
Forced recalls	NIL	NIL

5. Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy

Yes, the Company has a Risk Management Policy that has been approved by the Board. As technology and digital advancements continue to progress, cyber risks are becoming more prevalent. To address this, the Company has established a robust Cyber Risk Management framework, which is overseen by the Risk Management Committee. The framework ensures that cyber risks are identified and mitigated effectively. The web link for Risk Management Policy is as follows: www.pclindia.in.

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 safety of products / services

Not applicable

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

a. Number of instances of data breaches

b. Percentage of data breaches involving personally identifiable information of customers

c. Impact, if any, of the data breaches

Business Responsibility and Sustainability Report (Contd.)

LEADERSHIP INDICATORS

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   The information on various products of the entity can be accessed on Company's website https://www.pclindia.in.businesses/

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   Our Company manufactures products tailored to our B2B clients' needs. We prioritise upholding legal principles and have conducted thorough awareness programs to educate and involve our B2B customers. These initiatives aim to inform our clients about various product specifications, the safe and responsible use of our products, and potential applications.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   NA

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the hole? (Yes/No)**

   We manufacture products for B2B clients, hence the above is not applicable to PCL.

ASSURANCE STATEMENT ON THIRD-PARTY VERIFICATION OF SUSTAINABILITY INFORMATION

Unique identification number: **4153930812**

TÜV SÜD South Asia Pvt Ltd. (hereinafter TÜV SÜD) has been engaged by Precision Camshaft Limited to perform a limited assurance and verification of sustainability information in the SUSTAINABILITY REPORT "BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT", of Precision Camshaft Limited hereinafter "Company") for the period from 1st April 2023 to 31st March 2024. The verification was carried out according to the steps and methods described below.

Scope of the verification

The third-party verification was conducted to obtain limited assurance about whether the sustainability information is prepared in accordance with the reporting criteria of the Standard on International Standard on Assurance Engagements (ISAE) 3000 (hereinafter "Reporting Criteria").

The following selected disclosures ("parts of the report") are included in the scope of the assurance engagement for reporting year 1st April 2023 – 31st March 2024 along with comparative previous year information.

The following selective disclosures in the Report "BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT", published at Integrated Report FY 2023-24.

S.No.	BRSR indicator reference	Description of indicator
1.	Section A – 20-a	Employees and workers (including differently abled).
2.	Section A – 20-b	Differently abled Employees and workers.
3.	Section A – 21	Participation/Inclusion/Representation of women.
4.	Section A – 23	Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.
5.	Section C – Principle 1 – E-1 (Essential Indicator)	Percentage coverage by training and awareness programmes on any of the Principles during the Financial Year.
6.	Section C – Principle 2 – E-2-a (Essential Indicator)	Procedures in place for sustainable sourcing.
7.	Section C – Principle 2 – E-2-b (Essential Indicator)	Percentage of inputs were sourced sustainably.
8.	Section C – Principle 3 – E-1 (Essential Indicator)	Details of measures for the well-being of employees and workers.
9.	Section C – Principle 3 – E-2 (Essential Indicator)	Details of retirement benefits, for Current Financial Year.
10.	Section C – Principle 3 – E-3 (Essential Indicator)	Accessibility to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.
11.	Section C – Principle 3 – E-8 (Essential Indicator)	Details of training given to employees and workers.
12.	Section C – Principle 3 – E-9 (Essential Indicator)	Details of performance and career development reviews of employees and worker.
13.	Section C – Principle 3 – E-11 (Essential Indicator)	Details of safety related incidents.
14.	Section C – Principle 3 – E-13 (Essential Indicator)	Number of Complaints on working conditions & Health safety made by employees and workers.
15.	Section C – Principle 3 – E-14 (Essential Indicator)	Assessments for the year (Health and safety practices, Working Conditions).
16.	Section C – Principle 5 – E-1 (Essential Indicator)	Employees and workers who have been provided training on human rights issues and policies of the entity.

Assurance statement on third-party verification of sustainability information (Contd.)

S.No.	BRSR indicator reference	Description of indicator
17.	Section C – Principle 5 – E-6 (Essential Indicator)	Number of Complaints made by employees and workers
18.	Section C – Principle 5 –E-7 (Essential Indicator)	Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
19.	Section C – Principle 6 – E-1 (Essential Indicator)	Details of total energy consumption and energy intensity.
20.	Section C – Principle 6 – E-3 (Essential Indicator)	Details of total water consumption and water intensity.
21.	Section C – Principle 6 – E-4 (Essential Indicator)	Details related to water discharged
22.	Section C – Principle 6 – E-6 (Essential Indicator)	Details of air emissions (other than GHG emissions) by the entity.
23.	Section C – Principle 6 – E-7 (Essential Indicator)	Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions).
24.	Section C – Principle 6 – E-9 (Essential Indicator)	Details of total waste generated.
25.	Section C – Principle 8 – E-3 (Essential Indicator)	Describe the mechanisms to receive and redress grievances of the community.
26.	Section C – Principle 8 –E-3 (Leadership Indicator)	Details of beneficiaries of CSR projects.
27.	Section C – Principle 9 – E-3 (Essential Indicator)	Number of consumer complaints.
28.	Section C – Principle 9 – E-7 (Essential Indicator)	Information related to data breach

Other than as described in the preceding paragraph, which sets out the scope of our engagement, we did not perform assurance procedures on the remaining information included in the sustainability reporting, and accordingly, we do not express a conclusion on this information. It was not part of our engagement to review product- or service-related information, references to external information sources, expert opinions and future-related statements in the Report.

Responsibility of the Company

The legal representatives of the Company are responsible for the preparation of the sustainability information in accordance with the Reporting Criteria. This responsibility includes in particular the selection and use of appropriate methods for sustainability reporting, the collection and compilation of information and the making of appropriate assumptions or, where appropriate, the making of appropriate estimates. Furthermore, the legal representatives are responsible for necessary internal controls to enable the preparation of a sustainability report that is free of material - intentional or unintentional - erroneous information.

Verification methodology and procedures performed

The verification engagement has been planned and performed in accordance with the verification methodology developed by the TÜV SÜD Group which is based upon the ISO 17029 and ISAE 3000.

The applied level of assurance was “limited assurance”. Because the level of assurance obtained in a limited assurance, the engagement is lower than in a reasonable assurance engagement, the procedures the verification team performs in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement.

The verification was based on a systematic and evidence-based assurance process limited as stated above. The selection of assurance procedures is subject to the auditor’s own judgment.

Assurance statement on third-party verification of sustainability information (Contd.)

The procedures included amongst others:

- Inquiries of personnel who are responsible for the stakeholder engagement and materiality analysis to understand the reporting boundaries
- Evaluation of the design and implementation of the systems and processes for compiling, analysing, and aggregating sustainability information as well as for internal controls
- Inquiries of company's representatives responsible for collecting, preparing and consolidating sustainability information and performing internal controls
- Analytical procedures and inspection of sustainability information as reported at group level by all locations
- Assessment of local data collection and management procedures and control mechanisms through a sample survey at plant located in Solapur (Maharashtra) and corporate office at Pune

Conclusion

On the basis of the assessment procedures carried out from 1st April 2024 to 20th May 2024, Nothing has come to our attention to suggest that the Report does not meet the completeness with respect the Reporting Criteria.

Limitations

The assurance process was subject to the following limitations:

- The subject matter information covered by the engagement are described in the "scope of the engagement". Assurance of further information included in the sustainability reporting was not performed. Accordingly, TÜV SÜD do not express a conclusion on this information.
- Financial data were only considered to the extent to check the compliance with the economic indicators provided by the GRI Standards and were drawn directly from independently audited financial accounts. TÜV SÜD did not perform any further assurance procedures on data, which were subject of the annual financial audit.
- The assurance scope excluded forward-looking statements, product- or service-related information, external information sources and expert opinions.

Use of this Statement

The Company must reproduce the TÜV SÜD statement and possible attachments in full and without omissions, changes, or additions.

This statement is by the scope of the engagement solely intended to inform the Company as to the results of the mandated assessment. TÜV SÜD has not considered the interest of any other party in the selected sustainability information, this assurance report or the conclusions TÜV SÜD has reached. Therefore, nothing in the engagement or this statement provides third parties with any rights or claims whatsoever.

Independence and competence of the verifier

TÜV SÜD South Asia Pvt Ltd. is an independent certification and testing organization and member of the international TÜV SÜD Group, with accreditations also in the areas of social responsibility and environmental protection. The assurance team was assembled based on the knowledge, experience and qualification of the auditors. TÜV SÜD South Asia Pvt Ltd hereby declares that there is no conflict of interest with the Company.

Place, Date
22nd May 2024
Gurugram (Haryana)

INDEPENDENT AUDITOR'S REPORT

To

the Members of

Precision Camshafts Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Precision Camshafts Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, 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, 2024, and profit and 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 MATTERS

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, 2024. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	**Provision for Impairment of Investment in subsidiaries** Refer Note 5A of financial statement with respect to the disclosures of Investment in subsidiaries. On March 31, 2024, Investment in subsidiaries amounts to INR. 16,270.84 lakhs against which provision of INR. Nil lakhs was made towards impairment in the books of account. In accordance with Ind AS 36-"Impairment of Assets", at each reporting period end, management assesses the existence of impairment indicators of investments in subsidiaries. The processes and methodologies for assessing and determining the recoverable amount of each investments are based on complex assumptions, that by their nature imply the use of the management's judgments & estimation uncertainty, in particular with reference to identification of impairment indicators, forecast of future cash flows relating to the period	Our audit procedures in respect of this area include but are not limited to: 1. Obtained an understanding of the Company's accounting policy on assessment of impairment of investments in subsidiaries and application of assumption used by the management, including design and implementation of controls over the same. 2. Tested the operating effectiveness of the internal controls over the process of valuation and impairment of investments in subsidiaries. 3. Obtained and reviewed the valuation report issued by the Company's independent valuation experts, and assessed the expert's competence, capability and objectivity. 4. Assessed the appropriateness of the valuation methodology applied and reasonableness of the assumptions used i.e. the discount rate and long-term growth rates used in the forecast.

Independent Auditors' Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	covered by the Company's strategic business plan, normalized cash flows assumed as a basis for terminal value, as well as the long-term growth rates and discount rates applied to such forecasted cash flows. Since the amount of provision for impairment is material and involves significant management judgement and estimation uncertainty, we have identified provision for impairment of investment in subsidiaries as a key audit matter.	5. Verified completeness, arithmetical accuracy and validity of the data used in the calculations. 6. Assessed reasonableness of the future revenue and margin projections, by reviewing the historical accuracy of the Group's estimates and its ability to produce accurate long-term forecasts. 7. Assessed the Company's sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in carrying value of Investment in Subsidiaries. 8. Assessed the completeness and accuracy of the disclosures in accordance with the requirements of the relevant Ind AS, which are included in Note 5A of the standalone financial statements.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report including annexures to the Directors report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give 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.

Independent Auditors' Report (Contd.)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Standalone Financial Statements.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph h(vi) below on reporting under Rule 11(g).

   (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, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under Section 143(3)(b) and paragraph h(vi) below on reporting under Rule 11(g).

   (g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 32(b) to the standalone financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

      iv. (1) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

Independent Auditors' Report (Contd.)

Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(2) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(3) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement.

V. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 31 to the Standalone financial statements)

vi. Based on our examination, the Company has used two accounting software for maintaining its books of account, which pertains to SAP 800 and Payroll Ascent, for the year ended March 31, 2024, which has the feature of recording audit trail (edit log) facility, however no audit trail feature was enabled at the database level to log any direct data changes. Further, the audit trail facility has been operated throughout the year for all the relevant transactions recorded in the accounting software, except for the software at the database level as stated above, in respect of which the audit trail facility has not operated throughout the year for all relevant transactions recorded in this accounting software during the year ended March 31, 2024. Further, during the course of our examination, we did not come across any instance of audit trail feature being tampered with.

3. In our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKV3761

Place: Pune
Date: May 23, 2024

ANNEXURE A

TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR THE YEAR ENDED MARCH 31, 2024

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
- Conclude on the appropriateness of management and Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended March 31, 2024 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKV3761

Place: Pune
Date: May 23, 2024

ANNEXURE B

TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR THE YEAR ENDED MARCH 31, 2024

[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.

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

(b) All the Property, Plant and Equipment have not been physically verified by the management during the year but there is a regular programme of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties as disclosed in the standalone financial statements, are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment and intangible assets during the year. Accordingly, the provisions stated under clause 3(i)(d) of the Order are not applicable to the Company.

(e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated in paragraph 3(i)(e) of the Order are not applicable to the Company.

ii. (a) The inventory (excluding stocks with third parties and stock in transit) has been physically verified by the management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them and in respect of goods in transit, the goods have been received subsequent to the year end. No discrepancies were noticed in respect of such confirmations. In our opinion, the frequency, coverage and procedure of such verification is reasonable and appropriate, having regard to the size of the Company and the nature of its operations. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

(b) The Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from Banks on the basis of security of current assets. Based on the records examined by us in the normal course of audit of the standalone financial statements, quarterly statements are filed with such Banks are not in agreement with the books of accounts of the Company. Details of the same are as below.

(Amount in INR lakhs)

Quarter Ended	Name of the Bank	Particulars of Security Provided	Amount as per books of accounts	Amount as per quarterly statement	Difference	Reason for discrepancies
June 2023	Bank of India and Bank of Baroda	Trade Receivables	15,315.78	20,277.20	(4,961.42)	The difference is due to the fact that submissions were made to the banks before financial reporting closure process
		Inventory	6,185.95	2,737.28	3,448.67	
		Trade Payables *	7,599.57	8,064.80	(465.23)	
September 2023	Bank of India and Bank of Baroda	Trade Receivables	14,854.63	19,741.95	(4,887.32)	
		Inventory	6,749.81	3,457.44	3,292.37	
		Trade Payables *	7,002.53	6,849.46	153.07	
December 2023	Bank of India and Bank of Baroda	Trade Receivables	13,500.48	19,585.84	(6,085.36)	
		Inventory	7,846.69	3,320.35	4,526.34	
		Trade Payables *	7,220.64	7,077.33	143.31	
March 2024	Bank of India and Bank of Baroda	Trade Receivables	13,603.51	19,447.80	(5,844.29)	
		Inventory	7,801.89	3,749.25	4,052.64	
		Trade Payables *	7,770.93	7,618.76	152.17	

*(excluding provision for expenses and including capital payables)

Annexure B (Contd.)

iii. (a) According to the information explanation provided to us, the Company has provided loans to any other entity.

(A) The details of such loans to subsidiaries are as follows:

	Loans (Amount in INR lakhs)
Aggregate amount granted/provided during the year - Subsidiaries	Nil
Balance Outstanding as at balance sheet date in respect of above cases - Subsidiaries	9531.91

(B) No loans, advances in nature of loans, guarantee or security given to any other entity, other than subsidiary.

(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 terms and conditions in relation to grant of all loans are not prejudicial to the interest of the Company.

(c) In case of the loans, schedule of repayment of principal and payment of interest have been stipulated. The repayment of principal has not fallen due in the current year however, the borrower has not been regular in the payment of interest to the Company.

The details of the same are follows:

Name of the entity	Interest amount (Amount in INR lakhs)	Due Date	Date of Payment	Extent of delay (in days)	Remarks, if any
PCL International Holdings B.V.	13.07	January 31, 2023	May 29, 2023	119	
	3.01	January 31, 2024	March 6, 2024	36	

(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 granted by the Company.

(e) According to the information explanation provided to us, the loan granted has not fallen due during the year. Accordingly, the provisions stated under clause 3(iii)(e) of the Order are not applicable to the Company.

(f) According to the information explanation provided to us, the Company has not granted any loans which are either repayable on demand or without specifying any terms or period of repayment during the year. 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 given and investment 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 Sections 73, 74, 75 and 76 of the Companies Act, 2013 and the rules framed there under. Accordingly, the provisions stated under clause 3(v) of the Order is not applicable to the Company. Also, there are no amounts outstanding as on March 31, 2024, which are in the nature of deposits.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013 in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including Goods and Services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess, and other statutory dues have generally been regularly deposited with the appropriate authorities during the year, though there has been a slight delay in a few cases.

Annexure B (Contd.)

There are no undisputed amounts payable in respect of Goods and Services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess, and other statutory dues in arrears as at March 31, 2024, outstanding for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us and examination of records of the Company, details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024, on account of any dispute, are as follows :

Name of the statute	Nature of dues	Amount Demanded in (INR Lakhs)	Period to which the amount relates	Amount Paid (INR Lakhs)	Forum where dispute is pending	Remarks, if any
Central Excise Act, 1994	Excise Duty	20.76	2002-05	-	Commissioner of Central Excise	
Collector of Stamps Solapur	Stamp duty	31.79	2007-08	-	Controlling Revenue Authority, Pune	
Employee Provident Funds and Miscellaneous Provision Act, 1952	Provident Fund (excluding interest)	24.23	2003-06	12.12	Hon'ble High Court of Judicature Bombay	The Company has deposited INR 12.12 lakhs under protest
Income-tax Act, 1961	Income tax on ESOP expense and other disallowance	1,701.16	2013-14	335.41	CIT (Appeals)	The Company has paid INR 335.41 lakhs under protest.
Income-tax Act, 1961	Penalty for under reporting of income for incremental disallowance	3.47	2017-18	0.70	CIT (Appeals)	The Company has paid INR 0.70 lakhs under protest.
The Maharashtra Recognized Trade Union and Unfair Labor Practices Act, 1971	Compensation on employee dispute	49.96	2014	-	Hon'ble High Court of Judicature at Bombay – Civil Appellate Jurisdiction	
GST Act, 2017	GST on Tooling income & Mismatch in ITC	200.62	2017-18	-	Hon'ble High Court of Judicature Bombay	
Income Tax Act, 1961	International Transaction on corporate Guarantee & Disallowance u/s 14A	19.47	2019-20	-	Dispute Resolution Panel(DRP)	This is on the basis of Draft Order.
		5.40	2020-21	-		

viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment of the Company. Accordingly, the provision 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.

Annexure B (Contd.)

(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 willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information explanation provided to us, no money was raised by way of term loans. Accordingly, the provision stated in paragraph 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used 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 any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further, the company do not have any associate or joint ventures. Accordingly, reporting under Clause 3(ix)(f) of the order is not applicable to the Company.

x. (a) In our opinion and according to the information explanation given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated under clause 3(x)(a) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully, partly, or optionally convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (x)(b) of the Order are not applicable to the Company.

xi. (a) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we report that no material fraud by the Company nor on the Company has been noticed or reported during the course of our audit.

(b) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the provisions stated under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act 2013, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

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

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

xv. According to the information and explanations given to us, in our opinion, during the year, the Company has not entered into non-cash transactions with directors or persons connected with its directors and accordingly, the reporting on compliance with the provisions of Section 192 of the the Act in clause 3(xv) of the Order is not applicable to the Company.

Annexure B (Contd.)

xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph 3 (xvi)(a) of the Order are 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. Hence, the reporting under paragraph 3 (xvi)(c) of the Order are not applicable to the Company.

(d) According to the information and explanations provided to us, 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 provisions stated under clause 3(xvi)(d) of the Order are 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 provisions stated under clause 3(xvii) of the Order are not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph 3 (xviii) of the Order are 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 56 to the standalone financial statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Companies Act, 2013 are applicable to the Company. The Company has made the required contributions during the year and there are no unspent amounts which are required to be transferred either to a Fund specified in schedule VII of the Companies Act, 2013 or to a Special Account as per the provisions of Section 135 of the Act read with schedule VII to the companies Act, 2013. Accordingly, reporting under Clause 3(xx)(a) and Clause 3(xx)(b) of the Order is not applicable to the Company.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKV3761

Place: Pune
Date: May 23, 2024

ANNEXURE C

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED

[Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Precision Camshafts Limited on the Financial Statements for the year ended March 31, 2024]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to standalone financial statements of Precision Camshafts Limited ("the Company") as of March 31, 2024 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, 2024, 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 issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls With reference to Standalone Financial Statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures

Annexure C (Contd.)

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 standalone financial statements.

Inherent Limitations of Internal Financial Controls With reference to Standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKV3761

Place: Pune
Date: May 23, 2024

STANDALONE BALANCE SHEET

As at 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	As at 31st March 2024	As at 31st March 2023
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	24,828.49	18,180.29
(b) Capital work-in-progress	3A	2,671.39	8,020.86
(c) Intangible assets	4	67.13	11.28
(d) Intangible assets under development	4	-	45.00
(e) Financial assets			
(i) Investments	5A	16,272.14	16,272.14
(ii) Loans	5B	9,531.91	9,499.79
(iii) Other financial assets	5C	465.64	332.84
(f) Other non-current assets	6	562.87	891.74
Total non-current assets		**54,399.57**	**53,253.94**
Current assets			
(a) Inventories	7	7,801.89	6,810.99
(b) Financial assets			
(i) Investments	5A	21,825.42	17,113.94
(ii) Trade receivables	8	13,603.51	14,455.83
(iii) Cash and cash equivalents	9	1,079.33	544.19
(iv) Bank balance other than (iii) above	9	4,385.65	4,186.69
(v) Others financial assets	5C	86.02	103.23
(c) Other current assets	6	2,353.26	1,927.21
Total current assets		**51,135.08**	**45,142.08**
Assets classified as held for sale	18	925.47	-
Total Assets		**1,06,460.12**	**98,396.02**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	9,498.58	9,498.58
(b) Other equity	11	79,484.84	72,552.59
Total equity		**88,983.42**	**82,051.17**
LIABILITIES			
Non-current liabilities			
(a) Deferred tax liabilities (net)	27	458.51	264.75
(b) Provisions	16	566.03	468.99
Total non-current liabilities		**1,024.54**	**733.74**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	5,915.25	4,157.01
(ii) Lease liabilities	13A	-	5.56
(iii) Trade and other payables	14		
- total outstanding dues of micro enterprises and small enterprises		1,190.82	1,438.13
- total outstanding dues of creditors other than micro enterprises and small enterprises		6,987.34	7,703.11
(iv) Other financial liabilities	13	1,687.42	1,801.20
(b) Other current liabilities	15	239.97	256.39
(c) Provisions	16	206.32	185.09
(d) Current tax liabilities (net)	17	163.93	64.62
Total current liabilities		**16,391.05**	**15,611.11**
Liabilities related to assets classified as held for sale	18A	61.11	-
Total liabilities		**17,476.70**	**16,344.85**
Total Equity and Liabilities		**1,06,460.12**	**98,396.02**

Summary of material accounting policies 2

The accompanying notes are an integral part of the financial statements

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	Year ended 31st March 2024	Year ended 31st March 2023
Income			
Revenue from operations	19	67,461.81	62,634.38
Other income	20	2,564.90	2,798.03
Total income (I)		**70,026.71**	**65,432.41**
Expenses			
Cost of raw materials and components consumed	21	21,620.30	22,200.58
(Increase) / decrease in inventories of finished goods, work-in-progress	22	(751.95)	(67.89)
Employee benefits expense	23	9,405.81	8,000.65
Other expenses	24	25,789.29	23,501.82
Total expenses (II)		**56,063.45**	**53,635.16**
Earnings before interest, tax, depreciation and amortisation (EBITDA) (I) - (II)		**13,963.26**	**11,797.25**
Finance costs	25	460.52	372.12
Finance income	26	(471.56)	(550.48)
Depreciation and amortisation expense	27	4,023.31	3,634.55
Profit before tax		**9,950.99**	**8,341.06**
Tax expense			
Current tax	28	1,930.55	2,444.24
(Excess) / short provision of tax relating to earlier years	28	-	134.52
Deferred tax	28	179.45	(332.52)
Total tax expense		**2,110.00**	**2,246.24**
Profit for the year (A)		**7,840.99**	**6,094.82**
Other comprehensive income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains on defined benefit plans		55.41	18.15
Income tax effect		(13.94)	(4.57)
Total other comprehensive income for the year, net of tax [B]		**41.47**	**13.58**
Total comprehensive income for the year, net of tax (A+B)		**7,882.46**	**6,108.40**
Earning per share [nominal value per share ₹ 10/- (31st March 2023: ₹ 10/-)	29		
Basic, computed on the basis of profit attributable to equity share holders of the Company		8.25	6.42
Diluted, computed on the basis of profit attributable to equity share holders of the Company		8.25	6.42
Summary of material accounting policies	2		

The accompanying notes are an integral part of the financial statements

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

STATEMENT OF STANDALONE CASH FLOWS

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	9,950.99	8,341.06
ADJUSTMENTS TO RECONCILE PROFIT BEFORE TAX TO NET CASH FLOWS:		
Depreciation and impairment of property, plant and equipment	4,013.26	3,620.82
Amortisation and impairment of intangible assets	10.05	13.73
Net foreign exchange loss/(gain) differences (unrealised)	(106.06)	(725.12)
Net loss on disposal of property, plant and equipment/ Assets written off	83.39	2.36
Gain on mutual fund (realised and unrealised)	(1,711.41)	(735.54)
Finance income (including fair value change in financial instruments)	(471.56)	(550.48)
Finance costs (including fair value change in financial instruments)	460.52	372.12
Liabilities written back	(142.80)	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	**12,086.38**	**10,338.95**
WORKING CAPITAL ADJUSTMENTS:		
Increase/(decrease) in provisions	173.68	(180.17)
(Increase) / decrease in other assets	(435.35)	(140.68)
(Increase)/ decrease in other financial assets	(87.64)	(27.82)
Increase/ (decrease) in other current liabilities	76.32	(38.76)
Increase/ (decrease) in other financial liabilities	183.65	175.58
(Increase)/ decrease in trade and other receivables and prepayments	754.46	(2,108.62)
(Increase)/ decrease in inventories	(990.90)	(527.30)
Increase/ (decrease) in trade and other payables	(915.62)	1,684.17
CASH GENERATED FROM OPERATIONS	**10,844.98**	**9,175.35**
Income tax paid	(1,967.04)	(2,432.51)
NET CASH FLOWS FROM OPERATING ACTIVITIES (A)	**8,877.94**	**6,742.84**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	56.72	-
Purchase of property, plant and equipment	(6,086.22)	(4,924.61)
Investment in mutual fund	(3,000.00)	(2,211.63)
Advance received against sale of land	61.11	-
Proceeds from sale of mutual fund	-	3,974.57
Investment in subsidiaries (equity and debt)	-	(2,615.20)
Investment in relation to term deposits	(243.03)	(205.85)
Interest received (finance income)	537.20	862.03
NET CASH FLOWS USED IN INVESTING ACTIVITIES (B)	**(8,674.22)**	**(5,120.69)**

STATEMENT OF STANDALONE CASH FLOWS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(460.52)	(372.12)
(Repayment)/proceeds of short term borrowings (net)	1,758.23	(297.13)
Final dividend paid on shares	(960.73)	(1,034.16)
Payment of lease obligation	(5.56)	(13.49)
NET CASH FLOWS FROM / (USED) IN FINANCING ACTIVITIES (C)	**331.42**	**(1,716.90)**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	535.14	(94.75)
Cash and cash equivalents at the beginning of the year	544.19	638.94
Cash and cash equivalents as at year end	**1,079.33**	**544.19**
Components of cash and cash equivalents: (Refer Note 9)		
Balances with banks:		
On current accounts	1,026.11	491.33
Deposit with original maturity of less than 3 months	50.47	50.46
Cash in hand	2.75	2.40
Cash and cash equivalents at year end	**1,079.33**	**544.19**

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani
Partner
Membership Number: 111700

Place: Pune
Date: 23rd May 2024

Yatin S. Shah
Managing Director
DIN: 00318140

Place: Solapur
Date: 23rd May 2024

Ravindra R. Joshi
Whole-time Director & CFO
DIN: 03338134

Place: Solapur
Date: 23rd May 2024

Karan Y. Shah
Whole-time Director
DIN. 07985441

Place: Solapur
Date: 23rd May 2024

Tanmay M. Pethkar
Company Secretary
Membership Number : A53618

Place: Pune
Date: 23rd May 2024

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

A EQUITY SHARE CAPITAL

Equity shares of 10 each issued, subscribed and fully paid (refer note 10)	Number	Amount
At 1st April 2022	**9,49,85,835**	**9,498.58**
Issued during the year	-	-
At 31st March 2023	**9,49,85,835**	**9,498.58**
Issued during the year	-	-
At 31st March 2024	**9,49,85,835**	**9,498.58**

B OTHER EQUITY

Particulars	Reserve and surplus				Total equity
	Securities premium	General reserve	Retained earnings	Other items of other comprehensive income - Re-mesurement gains /(losses) on defined benefit plans	
At 1st April 2022	21,744.23	472.21	45,197.39	79.84	67,493.67
Profit for the year	-	-	6,094.82	-	6,094.82
other comprehensive income for the year	-	-	-	13.58	13.58
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	**-**	**-**	**6,094.82**	**13.58**	**6,108.40**
Deferred tax charge on share issue expenses	(4.64)	-	-	-	(4.64)
Final dividend for the year ended 31st March 2022	-	-	(1,044.84)	-	(1,044.84)
At 31st March 2023	**21,739.59**	**472.21**	**50,247.37**	**93.42**	**72,552.59**
At 1st April 2023	**21,739.59**	**472.21**	**50,247.37**	**93.42**	**72,552.59**
Profit for the year	-	-	7,840.99	-	7,840.99
other comprehensive income for the year	-	-	-	41.47	41.47
Total comprehensive income for the year	**-**	**-**	**7,840.99**	**41.47**	**7,882.46**
Deferred tax charge on share issue expenses	(0.35)	-	-	-	(0.35)
Final dividend for the year ended 31st March 2023	-	-	(949.86)	-	(949.86)
At 31st March 2024	**21,739.24**	**472.21**	**57,138.50**	**134.89**	**79,484.84**

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

Nitin Manohar Jumani
Partner
Membership Number: 111700

Place: Pune
Date: 23rd May 2024

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Yatin S. Shah
Managing Director
DIN: 00318140

Place: Solapur
Date: 23rd May 2024

Ravindra R. Joshi
Whole-time Director & CFO
DIN: 03338134

Place: Solapur
Date: 23rd May 2024

Karan Y. Shah
Whole-time Director
DIN. 07985441

Place: Solapur
Date: 23rd May 2024

Tanmay M. Pethkar
Company Secretary
Membership Number : A53618

Place: Pune
Date: 23rd May 2024

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. REPORTING ENTITY

Precision Camshafts Limited ("the Company") is a public company domiciled in India and was incorporated in 1993. The company is primarily engaged in the manufacture and sale of castings camshaft and machined camshafts to the auto industry business. The Company has its office registered at E 102/103 MIDC, Akkalkot road Solapur, Maharashtra, 413006. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The Board of Directors approved the financial statements for the year ended 31st March 2024 and authorized for issue on 23rd May 2024.

2.(a)Basis of preparation of Financial Statements

(i) Statement of compliance and basis of Preparation

The financial statements ("the Financial Statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied to all the years presented except where a newly issued Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

Details of the Company's material accounting policies are included in Note 2(c).

(ii) EBITDA Measurement Policy:

The company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss to provide a clear view of operational performance. In its measurement the company does not include depreciation and amortization expense, finance income, finance costs and tax expense to reflect core business performance accurately.

(iii) Functional and presentation currency

These Financial Statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakh to two decimal points, unless otherwise indicated.

(iv) Basis of measurement

The Financial Statements have been prepared on a historical cost convention on accrual basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit liability	Present value of defined benefit obligation less fair value of plan assets

(v) Going Concern Assumption

These Financial Statements have been prepared on a going concern basis. The management has, assessed the cash flow projections and available liquidity for a period of at least twelve months from the date of these Financial Statements. Based this evaluation, Management believes that the Company will be able to continue as a 'going concern' in the foreseeable future and for a period of at least twelve months from the date of these Financial Statements based on the following:

i) Expected future operating cash flows based on business projections, and

ii) Available credit facilities with its bankers.

Based on the above factors, Management has concluded that the "going concern" assumption is appropriate. Accordingly, the Financial Statements do not include any adjustments regarding the recoverability and classification of the carrying amount of assets and classification of liabilities that might result, should the Company be unable to continue as a going concern.

(vi) Critical accounting judgements and key sources of estimation uncertainty

In preparing these Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

on the amounts recognised in the Financial Statements are included in the following notes:

a) Critical Accounting Estimates

- Note 31 – The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 3 - Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life. The policy for the same has been explained under Note 2(c).
- Note 8 - The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. The policy for the same has been explained under Note 2(c).
- Note 5B-The Company assesses the recoverability of loans given to subsidiary annually. This involves evaluating the subsidiary's financial health, cash flow projections, and market conditions. The estimation process involves significant judgment, including assumptions about the subsidiary's future cash flows, repayment ability, and economic conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 5A-The Company assesses the carrying value of investments in subsidiaries for impairment. This involves evaluating the subsidiary's financial performance, market conditions, and future cash flow projections. This process requires significant judgment, including assumptions about future cash flows, growth rates, and discount rates, reflecting management's best estimates under current market conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 7-The Company assesses inventory at the lower of cost and net realizable value (NRV). NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The provision for NRV is based on Current and forecasted market trends, Obsolescence & sales projections. This estimate involves significant judgment and is reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 18-The Company classifies assets as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. Management assesses whether the sale is highly probable and the asset is available for immediate sale in its present condition. The estimation involves significant judgment, including assumptions about the selling price, costs to sell, and the timeframe for the sale, based on current market conditions. The policy for the same has been explained under Note 2(c).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

2(b) Changes in accounting policies and disclosures

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 01, 2023. The Company has applied these amendments for the first-time in these financial statements.

(i) Amendments to Ind AS 1 - disclosure of accounting policies

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the financial statements.

(ii) Amendments to Ind AS 12 - deferred tax related to assets and liabilities arising from a single transaction

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The Company has no Right of use asset & Lease liability as on March 31, 2024 hence amendment has no impact on the Standalone financial statements.

(iii) Definition of Accounting Estimates – Amendments to Ind AS 8 Accounting policies, changes in accounting estimates and errors

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on these Standalone financial statements.

(iv) New standards and amendments issued but not effective

There are no such standards which are notified but not yet effective.

2(c) Material accounting policies

(i) Foreign currency

Foreign currency transactions and translation

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in profit or loss.

Foreign exchange gains and losses are presented in the statement of Profit and loss on net basis.

(ii) Financial Instruments

- financial assets, which include cash and cash equivalents, Loans given, trade receivables, investments in equity & Mutual funds and eligible current and noncurrent assets; and
- financial liabilities, which include borrowings, trade payables and eligible current and noncurrent liabilities.

(a) Non derivative financial instruments consist of:

Non-derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents.

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks and are considered part of the Company's cash management system.

Investments

Financial instruments measured at fair value through profit or loss ("FVTPL"):

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the statement of profit and loss. The gain or loss on disposal is recognised in the statement of profit and loss.

Investments in subsidiaries:

Investment in equity instruments of subsidiaries are measured at cost less impairment(if any). Cost represents amount paid for acquisition of the said investments.

The Company assesses at the end of each reporting period, if there are any indications that the said investments may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

Other financial assets

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These comprise trade receivables loans given, lease receivables, and eligible current and noncurrent assets. They are presented as current assets, except for those expected to be realised later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that do not contain a significant financing component are measured at the Transaction Price.

Trade payables and other liabilities

Trade payables are initially recognised at transaction price, and subsequently carried at transaction price.

Other liabilities are initially recognised at transaction price, and subsequently carried at amortised cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

(b) Derecognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Company retains substantially all the risks and rewards of a transferred financial asset, the Company continues to recognise the financial asset and recognises a borrowing for the proceeds received. A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(c) Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(iii) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost (cash price equivalent), which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Capital work in progress is stated at cost and includes the cost of the assets that are not ready for their intended use at the Balance Sheet date.

PPE is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management are in line with useful lives prescribed in Schedule II to the Companies Act 2013, as follows –

Particulars	Useful lives (years)
Buildings	30
Roads	5-10
Plant & Machinery	3-7.5
Computer	3
Furniture and fixtures	5
Vehicles	8

Cost of leasehold land is amortised over the period of lease i.e, 80 years to 99 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which the asset is ready for use (disposed of).

(iv) Intangible assets

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The amortization of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated. The estimated useful life of amortizable intangibles is reviewed and where appropriate is adjusted, annually.

The estimated useful lives of the amortizable intangible assets are considered as 3 to 5 years.

(v) Asset classified as held for sale.

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Following their classification as held for sale, non current assets are not depreciated.

(vi) Impairment

i. Impairment of Financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, loans given, Lease receivables and other financial assets. Expected credit loss is the difference between the contractual cash flows and the cash flows that the entity expects to receive discounted using the effective interest rate.

Loss allowances for trade receivables, loans given Lease receivables are measured at an amount equal to lifetime expected credit loss. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Lifetime expected credit loss is computed based on a provision matrix which takes in to account risk profiling of customers and historical credit loss experience adjusted for forward looking information.

ii. Impairment of non-financial assets

The Company's non-financial assets such as property, plant and equipment, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

In respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(vii) Inventories:

Inventories are valued at lower of cost and net realizable value including necessary provision for obsolescence. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The comparison of cost and net realisable value is made on an item by item basis.

The cost of raw materials, components, consumable stores and spare parts are determined using the weighted average method and includes freight, taxes and duties, net of duty credits wherever applicable.

Finished goods and work in progress are valued at lower of cost and net realisable value. Cost includes all direct costs including applicable manufacturing overheads incurred in bringing them to their present location and condition.

(viii) Employee benefits

i. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Post-employment benefits (defined benefit plans)

The Company provides for retirement benefits in the form of Gratuity. A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iii. Defined contribution plans

The Company makes defined contribution to Government Employee Provident Fund, and Superannuation Scheme, which are recognized in the Statement of Profit and Loss on accrual basis.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(ix) Revenue Recognition

The Company derives revenue primarily from manufacture and sale of castings camshaft and machined camshafts. The Company also earns revenue from Tooling contract used in manufacturing of camshafts.

Sale of Products:

Revenue from sale of product is recognized at point in time when control of the goods has transferred to the customer. Control over a good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognized (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. Revenue from product sales are recorded net of allowances for estimated rebates and estimates of product returns, all of which are established at the time of sale.

Tooling contract:

The Company recognizes revenue from developed tools only when they are approved by the customer. Accordingly, revenue from tooling is recognized at a point in time, post-approval by the customer, at the transaction price agreed upon in the contract.

(x) Export Incentives:

Government grants in the nature of export incentives are accounted for in the period of export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

(xi) Dividend:

Dividends are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is when declared by the directors. In the case of final dividends, this is when approved by the shareholders at the annual general meeting.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(xii) Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

i. Current income tax

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act,1961 and using estimates and judgments based on the expected outcome of assessments/ appeals and the relevant rulings in the areas of allowances and disallowances.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax liabilities are generally recognized for all taxable temporary differences except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets - unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

(xiii) Provisions and Contingent Liabilities

The Company estimates the provisions that have present obligations as a result of past events, and it is probable that an outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting date and are adjusted to reflect the current best estimates.

The Company uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

(xiv) Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance. The company is engaged in manufacturing of auto-components (camshafts & others) based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Company has structured its operations into a single operating segment ; however based on the geographic distribution of activities, the CODM has identified India and outside India as two reportable geographical segments. Refer Note No 34 for segment information presented.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold land	Freehold land	Buildings	Right of use asset (building)	Plant and machinery	Office equipment	Furniture and fixtures	Vehicles	Total
At 1st April 2022	**354.12**	**442.66**	**9,057.13**	**23.60**	**36,900.30**	**284.85**	**222.91**	**275.37**	**47,560.94**
Additions	-	-	11.62	-	1,242.88	40.94	7.33	17.59	1,320.36
Disposals	-	-	-	-	(98.06)	-	-	-	(98.06)
At 31st March 2023	**354.12**	**442.66**	**9,068.75**	**23.60**	**38,045.12**	**325.79**	**230.24**	**292.96**	**48,783.24**
Additions	-	64.35	1,044.97	-	10,118.19	84.09	46.43	334.67	11,692.70
Disposals	-	-	-	-	(1,523.16)	-	-	(6.68)	(1,529.84)
Asset classified as held for sale	(18.05)	-	(1,207.71)	-	(18.36)	(4.67)	(36.82)	-	(1,285.61)
At 31st March 2024	**336.07**	**507.01**	**8,906.01**	**23.60**	**46,621.79**	**405.21**	**239.85**	**620.95**	**57,660.49**
Depreciation									
At 1st April 2022	**27.64**	**-**	**2,312.69**	**6.88**	**24,157.27**	**263.67**	**207.58**	**102.10**	**27,077.83**
Charge for the year	4.09	-	352.94	11.80	3,198.85	17.48	5.34	30.32	3,620.82
Disposals	-	-	-	-	(95.70)	-	-	-	(95.70)
At 31st March 2023	**31.73**	**-**	**2,665.63**	**18.68**	**27,260.42**	**281.15**	**212.92**	**132.42**	**30,602.95**
Charge for the year	4.00	-	367.34	4.92	3,561.94	28.47	6.55	40.04	4,013.26
Disposals	-	-	-	-	(1,419.87)	-	-	(4.19)	(1,424.06)
Asset classified as held for sale	(5.57)	-	(295.82)	-	(18.00)	(4.67)	(36.09)	-	(360.15)
At 31st March 2024	**30.16**	**-**	**2,737.15**	**23.60**	**29,384.49**	**304.95**	**183.38**	**168.27**	**32,832.00**
Net book value									
At 31st March 2024	**305.91**	**507.01**	**6,168.86**	**-**	**17,237.30**	**100.26**	**56.47**	**452.68**	**24,828.49**
At 31st March 2023	**322.39**	**442.66**	**6,403.12**	**4.92**	**10,784.70**	**44.64**	**17.32**	**160.54**	**18,180.29**

Exchange differences on borrowing costs

Company has continued the policy of capitalising exchange differences arising from translation of long-term foreign currency monetary items as per exemption available under Ind AS 101- First time Adoption of Indian Accounting Standards

Note 3A: Capital work in progress

Particulars	Capital work in progress
At 1st April 2022	3,272.75
Additions	6,004.31
Disposals	-
Capitalised during year	(1,256.20)
At 31st March 2023	8,020.86
Additions	5,944.91
Disposals	-
Capitalised during year	(11,294.38)
At 31st March 2024	2,671.39
Net book value	
At 31st March 2024	2,671.39
At 31st March 2023	8,020.86

Asset under construction

Capital work-in-progress (CWIP) comprises cost of assets that are not yet installed and ready for their intended use at the balance sheet date. Capital work in progress as at 31st March 2024 comprises expenditure for the plant and machinery & building in the course of construction. Balance of CWIP as at 31st March 2024 amounts to ₹ 2,671.39 Lakhs (31st March 2023: ₹ 8,020.26 Lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 4: INTANGIBLE ASSETS

Particulars	Computer software & technical know how	Intangible asset under development
At 1st April 2022	**138.74**	**45.00**
Additions	15.30	-
Disposals	-	-
At 31st March 2023	**154.04**	**45.00**
Additions	65.90	-
Disposals/ Write off	-	(45.00)
At 31st March 2024	**219.94**	**-**
Amortisation		
At 1st April 2022	**129.03**	**-**
Charge for the year	13.73	-
Disposals	-	-
At 31st March 2023	**142.76**	**-**
Charge for the year	10.05	-
Disposals	-	-
At 31st March 2024	**152.81**	**-**
Net book value		
At 31st March 2024	**67.13**	**-**
At 31st March 2023	**11.28**	**45.00**

NOTE 5: FINANCIAL ASSETS

5A) Investments

Particulars	As at 31st March 2024	As at 31st March 2023
(i) At cost		
Investments in equity instruments		
Investment in subsidiaries		
> PCL International Holding B V	11,785.49	11,785.49
1,40,19,800 equity shares of EUR 1 each fully paid-up (100%) (31st March 2023 : 1,40,19,800 equity shares)		
> Memco Engineering Private Limited	4,485.35	4,485.35
7,20,000 equity shares of ₹ 10 each fully paid-up (100%) (31st March 2023 : 7,20,000 equity shares)		
	16,270.84	**16,270.84**
(ii) At fair value through profit or loss (FVTPL)		
a) Investments in equity instruments		
Other investments		
> Shares of Laxmi Co-Op. Bank Limited	1.25	1.25
5000 equity shares of ₹ 25 each fully paid-up (31st March 2023: 5,000 equity shares)		
> Shares of Solapur Janata Sahakari Bank Limited	0.05	0.05
500 equity shares of ₹ 10 each fully paid-up (31st March 2023: 500 equity shares)		

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31st March 2024	As at 31st March 2023
b) Investments in mutual funds		
Quoted mutual funds		
HDFC corporate bond fund - growth	541.97	502.16
ICICI prudential saving fund-growth	2,545.32	2,359.48
ICICI prudential banking and PSU bebt fund - growth	493.03	457.97
ICICI prudential corporate bond fund - growth	844.47	782.60
ICICI prudential short term fund-growth	197.31	183.15
ICICI Prudential All Seasons Bond Fund - Growth	1,041.20	-
ICICI Prudential Money Market Fund - Growth	508.63	-
Nippon india short term fund - growth plan - growth option	118.55	110.39
Nippon India low duration fund - growth plan- growth option	239.01	223.30
Aditya Birla Sun Life Corporate Bond Fund -Growth-Regular Plan (formerly known as Aditya Birla Sun Life Short Term Fund)	960.19	890.73
ABSL saving fund growth	255.03	237.40
Aditya Birla Sun Life Nifty SDL Plus PSU Bond Sep 2026 60:40 Index Fund Regular Growth	446.49	417.00
Axis Short Term Fund-Regular-Growth	790.27	736.83
Axis bluechip fund - growth	303.61	230.02
Axis banking & PSU debit fund - growth	471.88	441.36
Axis all seasons debt fund of funds regular growth	243.91	226.47
Axis treasury advantage fund - regular growth (TA-GP)	554.86	517.29
Axis Nifty AAA Bond Plus SDL Apr 2026 50:50 ETF FoF - Regular Growth	221.09	207.86
Axis Money Market Fund - Regular Growth	508.75	-
Bandhan Corporate Bond Fund Regular Plan-Growth (erstwhile IDFC Corporate Bond Fund Regular Plan-Growth)	667.01	623.28
Bandhan Bond Fund-Short Term Plan-Growth-(Regular Plan) (erstwhile IDFC Bond Fund-Short Term Plan-Growth-Regular Plan)	595.52	555.92
Bandhan Ultra Short Term Fund Regular Plan- Growth (erstwhile IDFC Ultra Short Term Fund Regular Plan-Growth)	3.61	3.37
Bandhan Low Duration Fund-Growth-(ReguIar Plan) (erstwhile IDFC Low Duration Fund-Growth- Regular Plan)	694.50	648.56
TATA banking & PSU debt fund regular plan	171.77	160.77
Kotak low duration fund std growth (regular Plan)	2,320.48	2,171.20
Kotak Nifty SDL APR 2027 top 12 Equal Weight Index Fund Regular	222.10	207.68
Kotak savings growth fund	13.78	12.88
Kotak banking and PSU debt fund	616.75	574.22
Kotak bond fund short term growth	474.43	442.99
Kotak corporate bond fund standard - growth	1,181.27	1,098.42
Kotak floating rate fund growth - regular plan	600.53	558.61
Kotak Dynamic Bond Reg Plan Growth	1,056.53	-
Baroda BNP paribas multi cap fund	585.69	401.42
SBI magnum ultra short duration fund regular growth	129.10	120.45

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31st March 2024	As at 31st March 2023
SBI short term debt fund regular Plan	191.53	178.85
Sundaram Large And Mid Cap Fund - Regular Growth	223.00	160.91
Canara Robeco Consumer Trends Fund - Regular Growth - FCRG	185.99	133.87
Canara Robeco Blue chip equity Fund	162.75	122.17
Edelweiss Mutual Fund	443.51	414.36
Total	21,826.72	17,115.24
Non-current	16,272.14	16,272.14
Current	21,825.42	17,113.94
	38,097.56	33,386.08
Aggregate book value of quoted investments	21,825.42	17,113.94
Aggregate market value of quoted investments (refer note 35 fair value)	21,825.42	17,113.94
Aggregate book value of unquoted investments	16,272.14	16,272.14

5B) Loans

Particulars	As at 31st March 2024	As at 31st March 2023
Loan to PCL International Holdings B V (wholly owned subsidiary)	9,531.91	9,499.79
Total	**9,531.91**	**9,499.79**
Non-current	9,531.91	9,499.79
Current	-	-
	9,531.91	**9,499.79**
Break-up for loan details:		
- Secured, considered good	-	-
- Unsecured, considered good	9,531.91	9,499.79
- Doubtful	-	-
- Which have significant increase in credit risk	-	-
- Credit impaired	-	-
Total	**9,531.91**	**9,499.79**

Loan given to PCL International Holdings B V (wholly owned subsidiary); which carrying interest at the rate of 1.5% to 2% for the company.

The loan is due for repayment in December 2026, hence the same is classified as Non Current.

5C) Other financial assets

Particulars	As at 31st March 2024	As at 31st March 2023
(i) Derivative instruments		
Foreign-exchange forward contracts *	39.46	-
(ii) Others		
(a) Bank deposits with more than 12 months maturity	164.82	120.74
(b) Interest accrued on fixed deposits	11.45	7.27
(c) Interest accrued on others	22.22	92.05

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31st March 2024	As at 31st March 2023
(d) Security deposits #	232.82	216.01
(e) Lease Receivable (Refer Note 43)	80.89	-
Total	**551.66**	**436.07**
Non-current	465.64	332.84
Current	86.02	103.23
	551.66	**436.07**

* The Company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

Security deposit is with electricity department; which generate interest at the rate of 4% to 7% for the Company.

NOTE 6: OTHER ASSETS

Particulars	As at 31st March 2024	As at 31st March 2023
Capital advances	172.43	651.53
Prepaid expense	295.52	228.31
Advance for purchase of materials	108.04	102.92
Income tax deposited with tax authorities (under protest)	335.42	199.61
Other advances with provident fund authorities (under protest)	12.12	12.12
Balances with statutory/government authorities	1,695.77	1,421.16
Income accrued on export incentives	296.83	203.30
Total	**2,916.13**	**2,818.95**
Non-current	562.87	891.74
Current	2,353.26	1,927.21
	2,916.13	**2,818.95**

NOTE 7: INVENTORIES

Particulars	As at 31st March 2024	As at 31st March 2023
Raw materials and components (at cost)	393.95	485.60
Stores, spares and packing materials (at cost)	1,258.26	927.66
Semi-finished goods (at cost)	1,165.01	1,198.74
Finished goods (at lower of cost and net realisable value) *	4,984.67	4,198.99
Total	**7,801.89**	**6,810.99**

During the year ended 31st March 2024 ₹ 87.40 Lakhs (31st March 2023 ₹ 51.42 Lakhs) was written down as provision towards slow / non moving of inventories.

*Finished goods includes goods in transit ₹ 4,096.71 Lakhs (31st March 2023 ₹ 3,689.74 Lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 8: TRADE RECEIVABLES

Particulars	As at 31st March 2024	As at 31st March 2023
Trade receivables	13,603.51	14,455.83
Total	**13,603.51**	**14,455.83**
Break-up for security details:		
- Secured, considered good	-	-
- Unsecured, considered good	13,603.51	14,455.83
- Doubtful	-	-
- Which have significant increase in credit risk	-	-
- Credit impaired	-	-
Total	**13,603.51**	**14,455.83**

The net carring value of trade receivables is considered a reasonable approximation of fair value
Trade receivables are non-interest bearing and are generally on terms of 30 to 150 days.

Ageing of trade receivables as on 31st March 2024

Particulars	Current							
	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	5,646.31	7,950.56	6.55	0.09	-	-	13,603.51
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	-	-	-	-	-
	-	**5,646.31**	**7,950.56**	**6.55**	**0.09**	**-**	**-**	**13,603.51**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Ageing of trade receivables as on 31st March 2023

Particulars	Current							
	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	5,058.58	9,346.40	48.30	2.55	-	-	14,455.83
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	-	-	-	-	-
	-	**5,058.58**	**9,346.40**	**48.30**	**2.55**	**-**	**-**	**14,455.83**

NOTE 9: CASH AND BANK BALANCES

Particulars	As at 31st March 2024	As at 31st March 2023
Cash and cash equivalents		
Balance with banks		
Current accounts	1,026.11	491.33
Deposits with original maturity of less than three months	50.47	50.46
Cash on hand	2.75	2.40
Total cash and cash equivalents	**1,079.33**	**544.19**
Bank balances other than cash and cash equivalent		
Deposits with maturity for more than 3 months but less than 12 months from the balance sheet date *	4,380.28	4,170.45
Unclaimed dividend accounts	5.37	16.24
Total other bank balances	**4,385.65**	**4,186.69**
Total	**5,464.98**	**4,730.88**

Cash at banks earns interest at fixed rates based on fixed deposit receipts made by the Company. Fixed deposits are made for varying periods of between 1 month to 48 months, depending on the immediate cash requirements of the Company, and earn interest at the respective short term / long term deposit rates.

* Deposits with bank of ₹ 186.96 Lakhs (31st March, 2023 : ₹ 140.30 Lakhs) held as lien by banks against bank guarantees.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

Particulars	As at 31st March 2024	As at 31st March 2023
Cash and cash equivalents		
Balance with banks		
Current accounts	1,026.11	491.33
Deposits with original maturity of less than three months	50.47	50.46
Cash on hand	2.75	2.40
Total cash and cash equivalents	**1,079.33**	**544.19**

NOTE 10: SHARE CAPITAL

Authorised share capital

Particulars	Equity shares	
	Number	In ₹
At 1st April 2022	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At 31st March 2023	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At 31st March 2024	10,00,00,000	10,000.00

Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share (31st March 2023: ₹ 10 per share).

Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian ₹.

The Board of Directors, in their meeting on 26th May 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on 26th July 2023. The amount was recognised as distributions to equity shareholders during the year ended 31st March 2024 and the total appropriation was ₹ 949.86 Lakhs.

The Board of Directors, in their meeting on 23rd May 2024, proposed a final dividend of ₹ 1.00 per equity share for the year ended 31st March 2024. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts.The distribution will be in proportion to the number of equity shares held by the shareholders.

Issued, subscribed and fully paid-up

Equity shares of ₹ 10 each at par value

Particulars	Number	In ₹
At 1st April 2022	9,49,85,835	9,498.58
Issued during the year	-	-
At 31st March 2023	9,49,85,835	9,498.58
Issued during the year	-	-
At 31st March 2024	9,49,85,835	9,498.58

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31st March 2024		As at 31st March 2023	
	No. of shares	% holding in the class	No. of shares	% holding in the class
Equity shares of ₹ 10 each fully paid				
Yatin S. Shah	3,77,88,717	39.78%	3,77,88,717	39.78%
Cams Technology Limited	1,35,07,685	14.22%	1,35,07,685	14.22%
Suhasini Y. Shah	1,07,78,461	11.35%	1,07,78,461	11.35%
Jayant V. Aradhye	81,76,826	8.61%	82,02,000	8.63%
	7,02,51,689	**73.96%**	**7,02,76,863**	**73.98%**

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Details of shares held by promoters at the end of the year

S. No	Promoter name	31st March 2024			31st March 2023		
		No. Of Shares	% of total shares	% Change during the year	No. Of Shares	% of total shares	% Change during the year
1	Yatin S. Shah	3,77,88,717	39.78%	-	3,77,88,717	39.78%	-
2	Cams Technology Limited	1,35,07,685	14.22%	-	1,35,07,685	14.22%	-
3	Suhasini Y. Shah	1,07,78,461	11.35%	-	1,07,78,461	11.35%	-
4	Karan Y. Shah	14,500	0.02%	-	14,500	0.02%	-
5	Tanvi Y. Shah	2,000	0.00%	-	2,000	0.00%	-
6	Mayura K. Shah	1,000	0.00%	-	1,000	0.00%	-
	Total	**6,20,92,363**	**65.37%**	**-**	**6,20,92,363**	**65.37%**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 11: OTHER EQUITY

Particulars		In ₹
a)	**Securities premium**	
	At 1st April 2022	**21,744.23**
	Less:	
	Reversal of tax benefit (deferred tax)	(4.64)
	At 31st March 2023	**21,739.59**
	Less:	
	Reversal of tax benefit (deferred tax)	(0.35)
	At 31st March 2024	**21,739.24**
b)	**General reserve**	
	At 1st April 2022	**472.21**
	Increase/ (decrease) during the year	-
	At 31st March 2023	**472.21**
	Increase/ (decrease) during the year	-
	At 31st March 2024	**472.21**
c)	**Retained earnings**	
	At 1st April 2022	**45,197.39**
	Add: Profit for the year	6,094.82
	Less: Final equity dividend at ₹ 1.10 per share paid	(1,044.84)
	At 31st March 2023	**50,247.37**
	Add: Profit for the year	7,840.99
	Less: Final equity dividend at ₹ 1.00 per share paid	(949.86)
	At 31st March 2024	**57,138.50**
d)	**Other items of other comprehensive income / (loss) - Re-mesurement gains /(losses) on defined benefit plans**	
	At 1st April 2022	**79.84**
	Add: Other comprehensive income for the year	13.58
	At 31st March 2023	**93.42**
	Add: Other comprehensive income for the year	41.47
	At 31st March 2024	**134.89**
	Other Equity	**79,484.84**

Nature and purpose of reserves:

Securities premium account

The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity settled share based payment transactions, the difference between fair value on grant date , exercise price and nominal value of share is accounted as securities premium.

General reserve

The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders and any other adjustments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 12: SHORT TERM BORROWINGS

Particulars	Rate of interest	As at 31st March 2024	As at 31st March 2023
From bank			
Cash credit from banks (secured)	9.50%	-	71.14
Packing credit in ₹ (secured) -BOI	6.40% to 8.75%	3,778.50	1,925.37
Packing credit in ₹ (secured)- BOB	3.75% to 6.05%	2,136.75	2,160.50
Total		**5,915.25**	**4,157.01**
Aggregate Secured loans		**5,915.25**	**4,157.01**

The Company does not have any defaults in repayment of loans and interest during the year and as at the reporting date.

Cash credit and packing credit are secured by first pari passu charge by way of hypothecation of current assets including inventories and trade receivables. Further, the facilities are collaterally secured by extension of pari passu charge by way of hypothecation of plant and machinery and equitable mortgage of factory land and building situated at Plot No D5 to D7, MIDC Chincholi, Solapur, Unit I situated at Plot No. E-102, 103, Akkalkot Road, MIDC, Solapur. The loan has been secured by the personal guarantee of directors Mr. Yatin S. Shah and Dr. Suhasini Y. Shah.

NOTE 13: OTHER FINANCIAL LIABILITIES

Particulars	As at 31st March 2024	As at 31st March 2023
Financial liability at FVTPL		
Foreign-exchange forward contracts *	-	41.54
Other financial liabilities at amortised cost		
Unpaid matured deposits and interest accrued thereon	137.30	137.30
Employee benefit liabilities	1,104.00	1,007.34
Sundry payables for capital goods purchased	440.75	598.28
Unclaimed dividend	5.37	16.24
Deposits received from others	-	0.50
Total	**1,687.42**	**1,801.20**
Non - current	-	-
Current	**1,687.42**	**1,801.20**
	1,687.42	**1,801.20**

* The Company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

Note 13 (A): Lease liabilities

Particulars	As at 31st March 2024	As at 31st March 2023
Lease liability	-	5.56
Total	**-**	**5.56**
Current	-	5.56
	-	**5.56**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 14: TRADE AND OTHER PAYABLES

Particulars	As at 31st March 2024	As at 31st March 2023
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	1,190.82	1,438.13
- total outstanding dues of creditors other than micro enterprises and small enterprises	6,987.34	7,703.11
Total trade payables	8,178.16	9,141.24
Non-current	-	-
Current	8,178.16	9,141.24
	8,178.16	**9,141.24**

Trade payables are non-interest bearing and are normally settled on 90 day terms

Trade payables include dues to related parties, refer to note 33

For explanations on the Company's credit risk management processes, refer note 38.

Trade payable ageing as on 31st March 2024

Particulars	Current						
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	1,169.09	21.73	-	-	-	1,190.82
(ii) Disputed dues - MSME	-	-	-	-	-	-	-
(iii) Others	853.86	3,766.22	2,344.60	22.66	-	-	6,987.34
(iv) Disputed dues - others	-	-	-	-	-	-	-
	853.86	**4,935.31**	**2,366.33**	**22.66**	**-**	**-**	**8,178.16**

Ageing of trade receivables as on 31st March 2023

Particulars	Current						
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	1,393.67	44.46	-	-	-	1,438.13
(ii) Disputed dues - MSME	-	-	-	-	-	-	-
(iii) Others	1,335.10	3,831.32	2,536.38	0.31	-		7,703.11
(iv) Disputed dues - others	-	-	-	-	-	-	-
	1,335.10	**5,224.99**	**2,580.84**	**0.31**	**-**	**-**	**9,141.24**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Disclosure relating to suppliers registered under MSMED Act based on the information available with the Company

Particulars	As at 31st March 2024	As at 31st March 2023
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	1,190.82	1,438.13
Interest due on above	0.01	0.01
ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006.		
The amounts of the payment made to the supplier beyond the appointed day during each accounting year	10,806.33	9,599.89
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	0.01	0.01

NOTE 15: OTHER CURRENT LIABILITIES

Particulars	As at 31st March 2024	As at 31st March 2023
Advances from customers	-	93.51
Statutory dues payable	239.97	162.88
Provision for duties & taxes	-	-
Total	**239.97**	**256.39**

NOTE 16: PROVISIONS

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for employee benefits:		
Provision for gratuity	196.01	128.11
Provision for compensated absences (unfunded)	576.34	525.97
Total	**772.35**	**654.08**
Non-current	566.03	468.99
Current	206.32	185.09
	772.35	**654.08**

Also refer note 31 for detailed disclosure.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 17: CURRENT TAX LIABILITIES (NET)

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for income tax (net of advance taxes)	163.93	64.62
Total	**163.93**	**64.62**

NOTE 18: ASSETS CLASSIFIED AS HELD FOR SALE

Particulars	As at 31st March 2024	As at 31st March 2023
Asset classified as held for sale *	925.47	-
Total	**925.47**	**-**

* During FY 2023-24, Company has taken approval for sale of certain assets - i.e. Land - W39 & E90, flats at Vaishnavi Buildcon and Vaishnavi Heights and E102/103 located in Solapur and the Corporate Office loacted at Senapati Bapat Road Pune. The Company is currently using E102 / 103 Hence, not classified as asset held for sale and all the other properties are available for immediate sale and accounted as held for sale by the Company.

Note 18A: Liabilities related to assets classified as held for sale

Particulars	As at 31st March 2024	As at 31st March 2023
Advance received against asset classified as held for sale *	61.11	-
Total	**61.11**	**-**

*The Company has received advance against sale of Land - W39 in the month of March 2024.

NOTE 19: REVENUE FROM OPERATIONS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Revenue from contracts with customers		
Sale of products	66,124.56	61,615.31
Sale of services	12.73	0.35
Total sale of products and services	**66,137.29**	**61,615.66**
Other operating income		
Tooling income	383.68	129.52
Scrap sales	126.44	132.27
Export incentives	814.40	756.93
Total other operating income	**1,324.52**	**1,018.72**
Total revenue from operations	**67,461.81**	**62,634.38**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 20: OTHER INCOME

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Trade payable no longer required written back	5.94	-
Foreign exchange differences (net)	685.10	1,984.22
Fair value gain on mutual funds at fair value through profit or loss	1,711.41	650.16
Realised gain on sale of mutual funds	-	85.38
Miscellaneous income	162.45	78.27
Total other income	**2,564.90**	**2,798.03**

NOTE 21: COST OF RAW MATERIAL AND COMPONENTS CONSUMED

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Inventory at the beginning of the year	485.60	334.89
Add: Purchases	21,528.65	22,351.29
	22,014.25	22,686.18
Less: Inventory at the end of the year	393.95	485.60
Cost of raw material and components consumed	**21,620.30**	**22,200.58**

NOTE 22: (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Opening stock:		
Finished goods	4,198.99	4,628.03
Semi-finished goods	1,198.74	701.81
	5,397.73	**5,329.84**
Closing stock:		
Finished goods	4,984.67	4,198.99
Semi-finished goods	1,165.01	1,198.74
	6,149.68	5,397.73
(Increase) / Decrease in inventories	**(751.95)**	**(67.89)**

NOTE 23: EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Salaries, wages, bonus and commission	8,564.42	7,243.73
Contribution to provident fund and other funds	653.05	617.99
Staff welfare expenses	188.34	138.93
Total employee benefit expenses	**9,405.81**	**8,000.65**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 24: OTHER EXPENSES

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Consumption of components and spares	8,638.21	6,526.90
Packing materials consumed	864.69	804.78
Power and fuel expenses	8,266.96	8,572.67
Job work expenses	1,591.48	1,057.78
Freight outward charges	2,004.98	2,374.75
Rent	48.55	48.15
Rates and taxes	189.98	557.95
Insurance	94.15	64.66
Repairs and maintenance		
Plant and machinery	1,142.33	1,189.65
Building	195.77	70.90
Others	738.37	597.52
Advertisement and sales promotion	15.44	13.05
CSR expenditure (refer note 40)	152.47	155.69
Donation	35.00	36.90
Sales commission	142.00	175.14
Travelling and conveyance	557.01	586.83
Communication costs	10.21	10.08
Legal and professional fees	495.88	271.35
Audit fees (refer note below)	35.00	30.00
Out of pocket expenses	0.23	3.24
Intangible assets under development written off	45.00	-
Loss on fixed assets sold /discarded	38.33	2.36
Miscellaneous expenses	487.25	351.47
Total other expenses	**25,789.29**	**23,501.82**

Payment to auditors

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
As auditor		
Audit fees (Including limited reviews)	35.00	30.00
Out of pocket expenses	0.23	3.24

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 25: FINANCE COSTS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Interest on borrowings	342.74	232.24
Interest on delay in payment of taxes	47.15	37.47
Bank charges	70.63	101.64
Other finance cost	-	0.77
Total finance costs	**460.52**	**372.12**

NOTE 26: FINANCE INCOME

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Interest income on		
Bank deposits	279.03	223.90
Loan given to foreign subsidiary	178.32	295.17
Others	14.21	31.41
Total Finance income	**471.56**	**550.48**

NOTE 27: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Depreciation on property, plant & equipments (refer note 3)	4,013.26	3,620.82
Amortisation of intangible assets (refer note 4)	10.05	13.73
Total Depreciation and amortisation expense	**4,023.31**	**3,634.55**

NOTE 28: INCOME TAX

The major components of income tax expense for the years ended 31 March 2024 and 31 March 2023 are:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Current income tax:		
Current income tax charge	1,930.55	2,444.24
(Excess) / short provision of tax relating to earlier years	-	134.52
Deferred tax:		
Relating to origination and reversal of temporary differences	179.45	(332.52)
Income tax expense reported in the statement of profit or loss	**2,110.00**	**2,246.24**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

OCI section

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Tax effect on:		
Net loss/(gain) on remeasurements of defined benefit plans	(13.94)	(4.57)
Deferred tax (expense)/ credit charged to OCI	**(13.94)**	**(4.57)**

Reconciliation of closing balance of deferred tax liability

Particulars	As at 31st March 2024	As at 31st March 2023
Deferred tax liability		
Fixed assets: impact of difference between tax depreciation and depreciation / amortisation for the financial reporting	514.39	235.72
Current Investment (Investment in mutual fund)	405.59	410.25
Forward contracts	9.93	-
Gross deferred tax liability	**929.91**	**645.97**
Deferred tax assets		
Employee related costs allowed for tax purposes on payment basis	204.34	305.28
Msme Payments allowed for tax purposes on payment basis	209.30	-
Share issue expenses adjusted to securities premium account	-	0.47
Asset held for sale [capital loss]	56.53	56.53
Deduction U/s 80JJAA	-	7.24
Forward contracts	-	10.47
Others	1.23	1.23
Gross deferred tax assets	**471.40**	**381.22**
Net deferred tax liability	**458.51**	**264.75**
Deferred tax (credit) / charge for the year		
Closing deferred tax liability (net)	458.51	264.75
Less: opening deferred tax liability (net)	264.75	434.06
Deferred tax movement for the year	193.76	(169.31)
Deferred tax charge recorded in securities premium account (refer note 11)	0.37	4.64
Deferred tax (credit) / charge recorded in statement of profit and loss	193.39	(173.95)
Deferred tax charge recorded in OCI	(13.94)	(4.57)
Adjustments in respect of deferred tax for earlier years	-	(154.00)
Deferred tax (credit) / charge for the year	**179.45**	**(332.52)**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2024 and 31st March 2023

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Accounting profit before tax	9,950.99	8,341.06
Accounting profit before income tax	**9,950.99**	**8,341.06**
Tax at India's statutory tax rate 25.168% (31 March 2023 25.168%)	**2,504.47**	**2,099.28**
On mutual fund gain due to indexation benefit	(435.39)	(52.59)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
On permanent disallowance	47.18	48.60
Adjustments in respect of taxation for earlier year(includes deferred tax adjustment of ₹ 154 Lakhs for earlier year)	-	134.52
Other items	(6.26)	16.43
Income tax reported in the statement of profit and loss	**2,110.00**	**2,246.24**

Reconciliation of deferred tax liabilities (net):

Particulars	As at 31st March 2024	As at 31st March 2023
Opening balance as of 1st April	264.75	434.06
Tax (income)/ expense during the period recognised in profit or loss	179.45	(332.52)
Tax (income)/ expense during the period recognised in equity	0.37	4.64
Tax (income)/ expense during the period recognised in OCI	13.94	4.57
Adjustments in respect of deferred tax for earlier years	-	154.00
Closing Balance as at 31st March	**458.51**	**264.75**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets & current tax liabilties and the deferred tax assets & liabilities relate to income taxes levied by the same tax authority.

Deferred tax

Deferred tax relates to the following

Particulars	Balance Sheet		Profit & Loss	
	31st March 2024	31st March 2023	31st March 2024	31st March 2023
Accelerated depreciation for tax purposes	514.39	235.72	278.67	(245.04)
Fair valuation for the purpose of financial reporting	405.59	410.25	(4.66)	72.98
MSME payments allowed on payment basis U/s 43BH	(209.30)	-	(209.30)	-
Voluntary retirement scheme allowed as deduction over period of 5 years	-	-	-	6.62
Preliminary expenses incurred on initial public offering, allowed as dedctuion over period of 5 Years	-	(0.47)	-	-
Employee benefit expenses allowed on payment basis U/s 43B	(204.34)	(305.28)	100.94	30.68
Forward contracts & others	9.93	(10.47)	20.40	(30.16)
On assets held for sale	(56.53)	(56.53)	-	(9.02)
Deduction U/s 80JJAA	-	(7.24)	7.24	-
Unrealised forex loss - to be adjsuted from WDV U/s 43A	(1.23)	(1.23)	-	(0.01)
Amount to be (charged)/credit in Statement of OCI	-	-	(13.94)	(4.57)
Adjustments in respect of deferred tax for earlier years	-	-	-	(154.00)
	458.51	**264.75**	**179.45**	**(332.52)**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 29: EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profits for the year attributable to equity share holders of the company by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit and share data used in the basic and diluted EPS computation

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Profit attributable to equity shareholders of the Company	7,840.99	6,094.82
Weighted average number of equity shares in calculating basic EPS	9,49,85,835	9,49,85,835
Effect of dilution:	-	-
Weighted average number of equity shares in calculating diluted EPS	9,49,85,835	9,49,85,835
Earnings per share (basic) (₹/share)	8.25	6.42
Earnings per share (diluted) (₹/share)	8.25	6.42

NOTE 30: DIVIDEND DISTRIBUTION MADE AND PROPOSED

Particulars	31st March 2024	31st March 2023
Final dividend for the year ended on 31st March 2023 (₹ 1.00 per share)	949.86	-
Final dividend for the year ended on 31st March 2022 (₹ 1.10 per share)	-	1,044.84
	949.86	**1,044.84**

The Board of Directors, in their meeting on 10th August 2022, proposed a final dividend of ₹ 1.10 per equity share and the same was approved by the shareholders at the Annual General Meeting held on 21st September, 2022. Subsequently, the dividend has been paid by the Company in FY 2022-23.

The Board of Directors, in their meeting on 26th May 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on 26th July 2023. Subsequently, the dividend has been paid by the Company in current year.

The Board of Directors, in their meeting on 23rd May 2024, proposed a final dividend of ₹ 1.00 per equity share for the year ended 31st March 2024. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 31: DISCLOSURE PURSUANT TO EMPLOYEE BENEFITS

A. Defined contribution plans:

Amount of ₹ 504.05 Lakhs (31st March 2023: ₹ 478.69 Lakhs) is recognised as expenses and included in note no. 23 "Employee benefit expense"

B. Defined benefit plans:

The Company has following post employment benefits which are in the nature of defined benefit plans:

Gratuity

The Company has a defined benefit gratuity plan in India (funded). The Company's defined benefit gratuity plan which requires contributions to be made to a separately administered fund.

The gratuity plan is governed by the payment of gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age.

Plan assets - gratuity fund ₹ 1,310.73 Lakhs

Net benefit expense (recognised in statement of profit or loss)	31st March 2024	31st March 2023
Current service cost	143.70	128.11
Interest cost on benefit	3.54	11.07
	147.24	**139.18**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

31st March 2024 : changes in defined benefit obligation and plan assets

Particulars	1st April 2023	Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	31st March 2024
		Service cost	Net interest (expense) / income	Sub-total included in statement of profit and loss (refer note 23)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	(1,314.69)	(143.70)	(92.96)	(236.66)	40.18	-	-	(42.97)	107.40	64.43	-	(1,446.74)
Fair value of plan assets	1,246.58	-	89.42	89.42	(40.18)	(9.02)	-	-	-	(9.02)	23.93	1,310.73
Benefit liability	**(68.11)**	**(143.70)**	**(3.54)**	**(147.24)**	**-**	**(9.02)**	**-**	**(42.97)**	**107.40**	**55.41**	**23.93**	**(136.01)**

31st March 2023 : changes in defined benefit obligation and plan assets

Particulars		Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	31st March 2023
	1st April 2022	Service cost	Net interest (expense) / income	Sub-total included in statement of profit and loss (refer note 23)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	(1,187.55)	(128.11)	(85.65)	(213.76)	59.76	-	-	(20.94)	47.80	26.86	-	(1,314.69)
Fair value of plan assets	848.76	-	74.58	74.58	(59.76)	(8.71)	-	-	-	(8.71)	391.71	1,246.58
Benefit liability	**(338.79)**	**(128.11)**	**(11.07)**	**(139.18)**	**-**	**(8.71)**	**-**	**(20.94)**	**47.80**	**18.15**	**391.71**	**(68.11)**

As at 31st March 2024 & 31st March 2023 the amount of gratuity provision also includes gratuity provision of ₹ 60 Lakhs & 60 Lakhs respectively provided for director whose gratuity payment is not considered for acturial valuations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The major categories of plan assets of the fair value of the total plan assets of gratuity are as follows:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Type of asset: group gratuity scheme of LIC of India		
Fair Value of total plan assets	1,310.73	1,246.58
(%) of total plan assets	100%	100%

The principal assumptions used in determining above defined benefit obligations for the Company's plans are shown below:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Discount rate #	6.97%	7.22%
Future salary increase *	8.00%	8.00%
Expected rate of return on plan assets	6.77%	6.76%
Expected average remaining working lives (in years)	15.33	15.66

A quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity

Particulars	Sensitivity level	Effect on defined benefit obligation (impact)	
		Year ended 31st March 2024 In ₹	Year ended 31st March 2023 In ₹
Discount rate #	1% increase	1,285.48	1,165.33
	1% decrease	1,639.05	1,493.22
Future salary increase *	1% increase	1,631.45	1,486.51
	1% decrease	1,288.65	1,167.95

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The discount rate is based on the prevailing market yields of Government securities as at the Balance Sheet date for the estimated term of the obligations.

* The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

Pension, Post retirement medical scheme and Long-term award scheme

The followings are the expected future benefit payments for the defined benefit plan :

Particulars	Year ended 31st March 2024 In ₹	Year ended 31st March 2023 In ₹
Within the next 12 months (next annual reporting period)	61.34	54.38
Between 2 and 5 years	242.33	225.84
Beyond 5 years	501.60	441.93

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for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Gratuity	12.27	12.64

The followings are the expected contributions to planned assets for the next year:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Gratuity	90.00	100.00

Risk Exposure

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets under perform this yield, this will create a deficit. All plan assets are maintained in a trust fund managed by Life Insurance Corporation of India (LIC) and Birla Sun Life Insurance Company Limited who have been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence, 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an yields increase in the value of the plans' bond holdings.

Future salary escalation and inflation risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in higher present value of liabilities. Further, unexpected salary increases provided at the discretion of the management may lead to uncertainties in estimating this increasing risk.

Asset-Liability mismatch risk

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Company is successfully able to neutralise valuation swings caused by interest rate movements. Hence, companies are encouraged to adopt asset-liability management.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 32: COMMITMENTS AND CONTINGENCIES

a. Commitments

(i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances): at 31st March 2024, the Company had commitments of ₹ 3,111.27 Lakhs (31st March 2023 : ₹ 1,875.75 Lakhs)

b. Contingent liabilities

(i) Claims against the Company not acknowledged as debts (legal claims)

a. The Collector of stamps, Solapur has demanded payment of stamp duty of ₹ 31.79 Lakhs (31st March 2023: ₹ 31.79 Lakhs) for cancellation and issue of equity shares after amalgamation of Precision Valvetrain Components Limited (PVPL) with the Company in FY 2007-08. The Company has filed an appeal against demand made by the Collector of Stamps, Solapur with controlling revenue authority, Pune.

b. The Company had received an order from the Commisioner of Provident fund for the year May 2003 to May 2006 demanding PF liability amounting to ₹ 24.23 Lakhs (31st March 2023: ₹ 24.23 Lakhs) excluding interest. The Company had filed writ petition with the Hon'ble High court Mumbai against the said order and had paid ₹ 12.12 Lakhs under protest.

c. The Company had received an order from the Commissioner of Central Excise Pune for the year 2002-03, 2003-04 and 2004-05 demanding excise duty amounting to ₹ 20.76 Lakhs (31st March 2023: ₹ 20.76 Lakhs) on sales tax retained under sales tax deferral scheme. The Company had filed apperial against the order with CESTAT and CESTAT via its order transfer the said case to the jurisdiction commissionrate

d. The Company had received order from Assessing Officer for the assessment year 2014-15 for demand of income tax amounting to ₹ 1,701.16 Lakhs (31st March 2023 ₹ 1,701.16 Lakhs) towards disallowance of ESOP expenditures and other disallowances. The Company had filed appeal against the above order with commissioner of income tax (Appeals) and has paid ₹335.41 Lakhs (31st March 2023: 200.00 Lakhs) under protest.

e The Company had received an order from Assessing Officer for the assessment year 18-19 for demand of income tax amounting to ₹ 7.08 Lakhs towards disallownce u/s 14A of the Act. The Company has paid the said demand within due date specified by the department. Further assessing officer had passed an order u/s 270A imposing a penalty for ₹ 3.47 Lakhs (31st March 2023 ₹ 3.47 Lakhs) for under reporting of income for incremental disallowance made u/s 14A of the act. The Company had filed appeal against the penalty order with Commissioner of Income Tax (Appeals) and has paid ₹ 0.70 Lakhs under protest.

f The Company had received an order from Industrial Court, Solapur towards employees dispute and allowed 4 workers reinstatement with full back wages from 2014 for demand of ₹ 49.96 Lakhs (31st March 2023 ₹ 42 Lakhs). The Company had filed writ petition with the Hon'ble High court Mumbai against the said order.

g During the current year company has received order from the commissoner of State Tax(GST) for the year 2017-18 demanding GST amounting to ₹ 200.62 Lakhs(including interest and penalty) on tooling income & Mismatch in Input tax credit .The Company had filed writ petition with the Hon'ble High court Mumbai against the said order.

h. During the current year, the Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2020-21. The draft order pertains to adjustments on account of international transactions related to corporate guarantees and disallowance under section 14A of the Act, amounting to ₹ 19.47 Lakhs. The Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance.

i. During the current year, the Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2021-22. The draft order pertains to adjustments on account of international transactions related to corporate guarantees amounting to ₹ 5.41 Lakhs. The Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance.

In all the cases mentioned above outflow is not probable, and hence not provided by the Company.

(ii) Corporate guarantees

The Company has also given corporate gurantee for it's wholly owned subsidiary Memco Engineering Pvt. Ltd. to the lender bank. The outstanding amount of corporate guranteee is ₹409.43 Lakhs (31st March 2023 ₹ 468.37 Lakhs).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 33: RELATED PARTY TRANSACTIONS

A Names of the related party and related party relationship:

a) Related party where control exists

i) Subsidiary

PCL (International) Holdings B.V. (Netherlands)

Memco Engineering Pvt. Ltd. (Nashik)

ii) Step down Subsidiary (Subsidiary of PCL (International) Holdings B.V. (Netherlands))

MFT Motoren Und Fahrzeughecnik GMBH (Germany)

Emoss Mobile Systems B.V., Netherlands

b) Key management personnel (KMP)

Mr. Yatin S. Shah, Managing Director

Mr. Ravindra R. Joshi, Director

Mr. Karan Y. Shah, Director

Mr. Sarvesh N. Joshi, Independent Director (upto 26th July 2023)

Mr. Vaibhav S. Mahajani, Independent Director (upto 21st September 2022)

Dr. Suhasini Y. Shah, Non executive Director

Mrs. Savani A. Laddha Independent Director

Mr. Gautam V. Wakankar, Company Secretary (up to 30th April 2023)

Mr. Madan M. Godse, Independent Director (up to 1st February 2023)

Dr. Ameet N Dravid, Independent Director (w.e.f. 10 August 2022)

Mr. Suhas J. Ahirrao, Independent Director (w.e.f. 29th March 2023)

Ms. Apurva P. Joshi, Independent Director (w.e.f. 29th March 2023)

Mrs. Anagha S. Anasingaraju, Independent Director (w.e.f. 29th March 2023)

Mr. Tanmay M. Pethkar, Company Secretary (w.e.f. 10th August 2023)

c) Relatives of key management personnel (RKMP)

Ms. Tanvi Y. Shah, daughter of Mr. Yatin S. Shah

Mrs. Mayura K. Shah, Wife of Mr. Karan Y. Shah

d) Enterprises owned or significantly influenced by key management personnel or their relatives with whom transactions have taken place during the period:

Chitale Clinic Private Limited

Precision Foundation & Medical Research Trust

Yatin S. Shah (HUF)

Cams Technology Limited

B The transactions with related parties during the year and their outstanding balances are as follows:

Sr. No.	Particulars	Key management personnel		Relatives of key management personnel		Entities where KMP / RKMP have significant influence		Subsidiary	
	Transactions	**31st March 2024**	**31st March 2023**	**31st March 2024**	**31st March 2023**	**31st March 2024**	**31st March 2023**	**31st March 2024**	**31st March 2023**
1	Remuneration	792.94	811.40	-	-	-	-	-	-
2	Final dividend paid on equity shares	486.00	534.60	0.03	0.03	135.08	148.58	-	-
3	Donation paid	-	-	-	-	35.00	36.90	-	-
4	Purchases of goods, material or services	-	-	-	-	71.29	63.08	2.55	21.55
5	Investment in equity shares	-	-	-	-	-	-	-	8,314.15
6	Loan given to subsidiaries	-	-	-	-	-	-	-	652.08
7	Interest on loan given to subsidiaries	-	-	-	-	-	-	178.32	295.17
	Balances outstanding								
1	Remuneration payable	76.61	112.57	-	-	-	-	-	-
2	Trade and other payables	-	-	-	-	18.70	23.18	25.26	25.01
3	Investment in equity shares	-	-	-	-	-	-	16,270.84	16,270.84
4	Interest on loan given to subsidiaries	-	-	-	-	-	-	12.38	84.76
5	Loan given to subsidiaries	-	-	-	-	-	-	9,531.91	9,499.79

The Company had given corporate gurantee of it's wholly owned subsidiary Memco Engineering Pvt. Ltd. to the lender bank. The outstanding amount of corporate guranteee is ₹ 409.43 Lakhs (31st March 2023 ₹ 468.37 Lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

C. Disclosure in respect of related party transaction during the year:

Sr. No.	Particulars	Relationship	31st March 2024	31st March 2023
1	**Remuneration**			
	Mr.Yatin S. Shah	Key management personnel	344.25	343.53
	Mr. Ravindra R. Joshi	Key management personnel	313.19	353.99
	Mr. Karan Y. Shah	Key management personnel	97.66	77.66
	Mr. Sarvesh N. Joshi (upto 26th July, 2023)	Key management personnel	1.60	5.00
	Mr. Vaibhav S. Mahajani (upto 21st September 2022)	Key management personnel	-	2.50
	Dr. Suhasini Y. Shah	Key management personnel	5.00	5.00
	Mrs. Savani A. Laddha	Key management personnel	5.00	5.00
	Mr. Madan M. Godse (up to 1st February 2023)	Key management personnel	-	4.20
	Dr. Ameet N Dravid (w.e.f. 10th August 2022)	Key management personnel	5.00	3.20
	Mr. Gautam V. Wakankar (w.e.f. 19th March 2022 up to 30th April 2023)	Key management personnel	0.94	11.32
	Mr. Suhas J. Ahirrao (w.e.f. 29th March 2023)	Key management personnel	5.00	-
	Ms. Apurva P. Joshi (w.e.f. 29th March 2023)	Key management personnel	5.00	-
	Mrs. Anagha S. Anasingaraju (w.e.f. 29th March 2023)	Key management personnel	5.00	-
	Mr. Tanmay M. Pethkar (w.e.f 10th August 2023)	Key management personnel	5.30	-
2	**Final dividend paid on equity shares**			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	135.08	148.58
	Mr. Yatin S. Shah	Key management personnel	377.89	415.68
	Dr. Suhasini Y. Shah	Key management personnel	107.78	118.56
	Mr. Ravindra R. Joshi	Key management personnel	0.17	0.19
	Mr. Karan Y. Shah	Key management personnel	0.15	0.16
	Ms. Tanvi Y. Shah	Relative of key management personnel	0.02	0.02
	Ms. Mayura K. Shah	Relative of key management personnel	0.01	0.01
	Mr. Vaibhav S. Mahajani (upto 21st September 2022)	Key management personnel	0.01	0.01
3	**Donation paid**			
	Precision Foundation & Medical Research Trust	Entities where KMP / RKMP have significant influence	35.00	36.90
4	**Purchases of goods, material or services (exclusive of taxes)**			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	71.29	62.74
	Chitale Clinic Pvt Ltd	Entities where KMP / RKMP have significant influence	-	0.34
	Emoss Mobile Systems B.V.	Step down Subsidiary	2.55	21.55
5	**Investment in equity shares**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	-	8,314.15
6	**Loan given to subsidiaries**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	-	652.08

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sr. No.	Particulars	Relationship	31st March 2024	31st March 2023
7	**Interest on loan given to subsidiaries**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	178.32	295.17
	Balances outstanding			
1	**Remuneration payable (exclusive of taxes)**			
	Mr. Yatin S. Shah	Key management personnel	13.84	33.77
	Mr. Ravindra R. Joshi	Key management personnel	16.38	52.25
	Mr. Karan Y. Shah	Key management personnel	17.38	3.44
	Mr. Sarvesh N. Joshi (upto 26th July 2023)	Key management personnel	1.44	4.50
	Mr. Vaibhav S. Mahajani (upto 21st September 2022)	Key management personnel	-	2.25
	Dr.Suhasini Y. Shah	Key management personnel	4.50	4.50
	Mrs. Savani A. Laddha	Key management personnel	4.50	4.50
	Mr. Madan M. Godse (up to 1st February 2023)	Key management personnel	-	3.78
	Dr. Ameet N Dravid (w.e.f. 10th August 2022)	Key management personnel	4.50	2.88
	Mr. Gautam V. Wakankar (w.e.f. 19th March 2022 up to 30th April 2023)	Key management personnel	-	0.70
	Mr. Suhas J. Ahirrao (w.e.f. 29th March 2023)	Key management personnel	4.50	-
	Ms. Apurva P. Joshi (w.e.f. 29th March 2023)	Key management personnel	4.50	-
	Mrs. Anagha S. Anasingaraju (w.e.f. 29th March 2023)	Key management personnel	4.50	-
	Mr. Tanmay M. Pethkar (w.e.f. 10th August 2023)	Key management personnel	0.57	-
2	**Trade and other payables**			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	18.70	23.18
	Emoss Mobile Systems B.V.	Step down Subsidiary	25.26	25.01
3	**Investment in equity shares**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	11,785.49	11,785.49
	Memco Engineering Pvt Ltd (Nashik)	Subsidiary	4,485.35	4,485.35
4	**Interest on loan given to subsidiaries**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	12.38	84.76
5	**Loan given to subsidiaries**			
	PCL (International) Holdings B.V. (Netherlands)	Subsidiary	9,531.91	9,499.79

Compensation of key managerial personnel of the Company

Particulars	31st March 2024	31st March 2023
Short term employee benefits (gross salary)	709.85	747.20
Post employment benefits (PF + superannuation)	83.09	64.20
Total compensation paid to key management personnel	**792.94**	**811.40**

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 34: SEGMENT INFORMATION

The Company is engaged in manufacturing of camshafts. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Company has structured its operations into a single operating segment; however based on the geographic distribution of activities, the chief operating decision make identified India and outside India as two reportable geographical segments.

Revenue from customers	31st March 2024	31st March 2023
Within India	**34,948.89**	**29,242.43**
Outside India		
Asia	7,075.32	7,469.45
Europe	11,866.23	12,484.33
Others	13,571.37	13,438.17
	32,512.92	**33,391.95**
Total revenue	**67,461.81**	**62,634.38**

The revenue information above is based on the locations of the customers.

Company's significant revenues are derived from four customer (31st March 2023: three customer) contributing 10% of more to to the Company revenue represented approximately ₹: 31,914.76 Lakhs (31st March 2023 : ₹ 21,992.40 Lakhs) of the Company's total revenue from operations.

Non-current operating assets*

The Company's non current operating assets are within India as on 31st March 2024 and 31st March 2023.

* As defined in paragraph 33 (b) of Ind AS 108 "Operating segments" non current assets excludes financial instruments, deferred tax assets and post-employment benefit assets.

NOTE 35 : FAIR VALUES

Particulars of financial insturments by category of classification

Financial assets	31st March 2024		31st March 2023	
	Carried at FVTPL	Carried at ammortised cost	Carried at FVTPL	Carried at ammortised cost
Loans & advances	-	9,531.91	-	9,499.79
Investment in mutual fund & other financial instruments	21,826.72	-	17,115.24	-
Forward contracts receivable	39.46	-	-	-
Term deposits with banks [short term + long term] & unclaimed dividend	-	4,550.47	-	4,307.43
Other financial assets	-	347.38	-	315.33
Trade receivable	-	13,603.51	-	14,455.83
Cash & cash equivalents	-	1,079.33	-	544.19
Total	**21,866.18**	**29,112.60**	**17,115.24**	**29,122.57**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Financial liabilites	31st March 2024		31st March 2023	
	Carried at FVTPL	Carried at ammortised cost	Carried at FVTPL	Carried at ammortised cost
Borrowings	-	5,915.25	-	4,157.01
Trade payable	-	8,178.16	-	9,141.24
Other financial liabilities	-	1,687.42	41.54	1,759.67
Lease liability		-	-	5.56
Total	**-**	**15,780.83**	**41.54**	**15,063.48**

NOTE 36 : FAIR VALUE HIERARCHY

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

A) The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March 2024:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	31st March 2024	21,826.72	21,825.42	-	1.30
Foreign exchange forward contracts	31st March 2024	39.46	-	39.46	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March 2023:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	31st March 2023	17,115.24	17,113.94	-	1.30

Quantitative disclosures fair value measurement hierarchy for liabilities as at 31st March 2023:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
liabilities measured at fair value:					
Foreign exchange forward contracts	31st March 2023	41.54	-	41.54	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

> The fair values of the quoted mutual funds are based on price (i.e. the NAV of the mutual funds) quotations at the reporting date.

> The fair values of derivative forward contracts is determined using the marked-to-market valuation done by the banks.

> The Fair value of Level 3 is determined on the basis of best estimate & information available.

B Fair value of financial assets and liabilities measured at amortised cost

The management assessed that cash and cash equivalents (including term deposits), trade receivables, lease receivables, trade payables, borrowings, lease liability and other financial liabilities approximate their carrying amounts because of the short term nature of these financial instruments.

The amortised cost using effective interest rate (EIR) of non-current financial assets consisting of security deposit, lease receivables, loans to subsidiary and term deposit with more than 12 months are not significantly different from the carrying amount.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

NOTE 37 : CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value and to ensure the Company's ability to continue as a going concern.The Company manages its capital structure and makes adjustments for compliance with the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders. The Company monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. Total debt comprises of short term borrowing which represents packing credit and cash credit taken from bank. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

	31st March 2024	31st March 2023
Borrowings (refer note 12)	5,915.25	4,157.01
Less: cash and cash equivalent (refer note 9)	1,079.33	544.19
Net debt (i)	**4,835.92**	**3,612.82**
Equity	88,983.42	82,051.17
Total Equity (ii)	**88,983.42**	**82,051.17**
Overall financing (iii) = (i) + (ii)	**93,819.34**	**85,663.99**
Gearing ratio = (i) / (iii)	**5.15%**	**4.22%**

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March 2024 and 31st March 2023.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 38 : FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities, other than derivatives, comprise of short term borrowings; and trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, investments in mutual funds and cash and cash equivalents that derive directly from its operations and loan given to subsidiary.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at 31st March 2024 and 31st March 2023.

The analysis exclude the impact of movements in market variables on the carrying values of gratuity and other post retirement obligations and provisions.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates.

Sensitivity

Year	Increase/ (decrease) in basis points	Effect on profit before tax In ₹
31st March 2024	50.00	(23.40)
	(50.00)	23.40
31st March 2023	50.00	(15.77)
	(50.00)	15.77

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency) and loan given to subsidiary.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure.

For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Foreign currency exposure

Nature of exposure	Currency	31st March 2024		31st March 2023	
		Amount in F.C.	Amount in ₹	Amount in F.C.	Amount in ₹
Trade receivables	USD	90.87	7,536.66	115.58	9,442.54
	EUR	3.21	286.17	9.50	843.21
Trade payables	USD	1.81	151.71	1.17	96.43
	EUR	0.50	45.47	0.25	22.14
	JPY	137.82	76.63	35.98	22.45
	GBP	-	-	0.02	2.46
Loan given to subsidiaries	EUR	107.05	9,531.91	107.05	9,499.79
Interest on loan given to subsidiaries	EUR	0.14	12.38	0.96	84.76
Forward contract	USD	80.30	6,729.49	85.00	7,051.00
	EUR	2.46	222.33	1.60	146.74

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR ,GBP and JPY exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Sensitivity

Year	Change in USD rate	Effect on profit before tax In ₹
31st March 2024	5%	705.72
	(5%)	(705.72)
31st March 2023	5%	819.86
	(5%)	(819.86)

Year	Change in EUR rate	Effect on profit before tax In ₹
31st March 2024	5%	500.09
	(5%)	(500.09)
31st March 2023	5%	527.39
	(5%)	(527.39)

Year	Change in EUR rate	Effect on profit before tax In ₹
31st March 2024	5%	-
	(5%)	-
31st March 2023	5%	(0.12)
	(5%)	0.12

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Year	Change in JPY rate	Effect on profit before tax In ₹
31st March 2024	5%	(3.83)
	(5%)	3.83
31st March 2023	5%	(1.12)
	(5%)	1.12

Commodity risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of camshafts and therefore require a continuous supply majorly of pig iron, MS scrap and resin coated sand.

The Company's exposure to the risk of exchange in key raw material prices are mitigated by the fact that the price increases/ decreases from the vendors are passed on to the customers based on understanding with the customers. Hence the fluctuation of prices of key raw materials do not materially affect the statement of profit and loss. Also as at 31st March 2024, there were no open purchase commitments/ pending material purchase order in respect of key raw materials. Accordingly, no sensitivity analysis have been performed by the management.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of trade receivables disclosed in note 8. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy.

The investment of surplus funds is made in mutual funds and fixed deposits which are approved by the Director.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31st March 2024 and 31st March 2023 is the carrying amounts as illustrated in note 9.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligation as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liability when due.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The table below summarises the maturity profile of the Company's financial liabilities:

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended 31st March 2024				
Current borrowings	5,915.25	-	-	5,915.25
Other financial liabilities	1,687.42	-	-	1,687.42
Trade payables	8,178.16	-	-	8,178.16
Lease liabilities	-	-	-	-
	15,780.83	**-**	**-**	**15,780.83**

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended 31st March 2023				
Current borrowings	4,157.01	-	-	4,157.01
Other financial liabilities	1,801.20	-	-	1,801.20
Trade payables	9,141.24	-	-	9,141.24
Lease liabilities	5.56	-	-	5.56
	15,105.01	**-**	**-**	**15,105.01**

NOTE 39 :

Disclosure pursuant to Schedule V read with regulations 34(3) and 53(f) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

A) Amount of loans / advances in nature of loans outstanding from subsidiaries as at 31st March 2024:

Name of the Company	Balance as at		Maximum outstanding	
	31st March 2024	31st March 2023	31st March 2024	31st March 2023
To Subsidiary Companies				
PCL (International) Holding B.V.	9,531.91	9,499.79	9,531.91	14,970.07

B) Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: Nil (other than subsidiaries as mention above)

C) Investments by the loanee in the shares of parent company and subsidiary company, when the Company has made a loan or advance in the nature of loan as at 31st March 2024:

Name of the Company	Balance as at		Maximum outstanding	
	31st March 2024	31st March 2023	31st March 2024	31st March 2023
To step-down subsidiary companies				
MFT Motoren und Fahrzeugtechnik GmbH (MFT)- Germany	2,364.01	2,356.05	2,364.01	2,356.05
EUR 26,55,000 & EUR 26,55,000 For March 2024 & March 2023 respectively				
(Converted into ₹ using 89.04 ₹/ Euro & ₹ 88.74 ₹/Euro for March 2024 & March 2023 respectively)				

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Name of the Company	Balance as at		Maximum outstanding	
	31st March 2024	31st March 2023	31st March 2024	31st March 2023
Emoss Mobile Systems B.V., Netherlands	7,167.90	7,143.74	7,167.90	7,143.74
EUR 80,50,197 & EUR 80,50,197 For March 2024 & March 2023 respectively				
(Converted into ₹ using 89.04 ₹/ Euro & ₹ 88.74 ₹/Euro for March 2024 & March 2023 respectively)				

NOTE 40 : CORPORATE SOCIAL RESPONSIBILITY EXPENDITURE

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are health care, education, sustainability, social issues. A CSR committee has been formed by the Company as per the Act. The funds are utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars		31st March 2024	31st March 2023
A	Gross amount required to be spent as per Section 135 of the Act	152.47	155.48
	Add: amount unspent from previous years	-	-
	Total gross amount required to be spent during the year	**152.47**	**155.48**
B	Amount approved by the board to be spent during the year	152.47	155.48
C	**Amount spent during the year on**		
	(i) Construction/acquisition of an asset	-	-
	(ii) On purposes other than (i) above *	154.54	155.69

* The expense considered for FY 2023-24 and FY 2022-23 is ₹ 152.47 Lakhs and 155.48 Lakhs respectively and balance has been transferred to prepaid expense.

D	**Details related to amount spent**		
	Contribution to PM CARES Fund	-	-
	Spent on CSR activities(healthcare, education, sustainability, social issues)	154.54	155.69
	Total	**154.54**	**155.69**

E Details of excess CSR expenditure

Nature of activity	Balance excess as at 1st April 2023	Amount required to be spent during the year	Amount spent during the year	Balance excess as at 31st March 2024
Spent on CSR activities (healthcare, education, sustainability,social issues)	(3.83)	152.47	154.54	(5.90)

Nature of activity	Balance excess as at 1st April 2022	Amount required to be spent during the year	Amount spent during the year	Balance excess as at 31st March 2023
Spent on CSR activities (healthcare, education, sustainability,social issues)	(3.62)	155.48	155.69	(3.83)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 41 : TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN NAME OF THE COMPANY

There are no title deeds of immovable property which are not held within the name of the Company.

NOTE 42 : LEASES WHERE COMPANY IS A LESSEE

During FY 2021-22, company has obtained office premises on lease from Redbrick Offices Limited for a period of 3 years. Payment of lease rentals has been made in accordance with the rentals specified in Schedule. Lease liabiliy has been recognised in the books of accounts by company at present value of lease payments and Right of use asset at cost in accordance with the requirements of IND AS 116.

(ia) Changes in the carrying value of Right-of-use Assets

Particulars	Category of ROU Asset
	Land and Building
Balance as at 1st April 2022	16.72
Additions	-
Deletion	-
Depreciation	11.80
Balance as at 31st March 2023	4.92
Additions	-
Deletion	-
Depreciation	4.92
Balance as at 31st March 2024	-

(ib) Changes in the Lease liabilities

Particulars	Category of ROU Asset
	Land and Building
Balance as at 1st April 2022	18.28
Additions	-
Interest on lease liability	0.77
Lease Payments	13.49
Balance as at 31st March 2023	5.56
Additions	-
Interest on lease liability	-
Lease Payments	5.56
Balance as at 31st March 2024	-

(ii) Break-up of current and non-current lease liabilities

Particulars	31st March 2024	31st March 2023
Current Lease Liabilities	-	5.56
Non-current Lease Liabilities	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(iii) Maturity analysis of lease liabilities

Particulars	31st March 2024	31st March 2023
Less than one year	-	5.56
One to five years	-	-
More than five years	-	-
Total	**-**	**5.56**

(iv) Amounts recognised in statement of Profit and Loss account

Particulars	31st March 2024	31st March 2023
Interest on Lease Liabilities	-	0.77
Depreciation on ROU asset	4.92	11.80
Total	**4.92**	**12.57**

(v) Amounts recognised in statement of Cash Flows

Particulars	31st March 2024	31st March 2023
Total Cash outflow for leases	5.56	13.49

NOTE 43 : LEASES WHERE COMPANY IS A LESSOR

During current year, the Company has given 5 Electric Vehicles on finance lease to "Log9 Mobility Private Limited" for a period of 7 years. Lease Rentals will be received in accordance with the rentals specified in the Schedule. Lease Receivable has been recognised in the books of accounts by the Company at Net investment in Lease* by derecognising the asset shown in the books of accounts in accordance with the requirements of IND AS 116.

*Net investment in Lease= Present value of Lease payments using Lessor's Internal rate of return

(i) Amounts recognised for Finance Lease

Particulars	31st March 2024	31st March 2023
-Selling profit or loss	10.06	-
-Finance income on the net investment in the lease	1.38	-
-Income from variable lease payments	-	-

(ii) Maturity analysis on lease payments receivable

Particulars	31st March 2024	31st March 2023
Less than one year	12.88	-
One to five years	44.35	-
More than five years	23.66	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 44 : Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

Type of Borrower	Loans/ Advances granted Individually or Jointly with other.	Repayable on demand (Yes / No)	Terms/ Period of repayment is specified (Yes / No)	31st March 2024		31st March 2023	
				Amount outstanding as at the balance sheet date	% of Total	Amount outstanding as at the balance sheet date	% of Total
Promoter	-	-	-	-	-	-	-
Directors	-	-	-	-	-	-	-
KMPs	-	-	-	-	-	-	-
Related Parties							
i) PCL (International) Holdings B.V. (Netherlands) (wholly owned subsidiary)	Individually	No	Yes	9,531.91	100%	9,499.79	100%
Total of Loan and Advances in the nature of Loan (Refer Note 5B and 34)				**9,531.91**	100%	**9,499.79**	100%

NOTE 45 : AGEING OF CWIP

(a) For Capital-work-in progress ageing schedule

31st March 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,671.39	-	-	-	**2,671.39**
Projects temporarily suspended	-	-	-	-	**-**

31st March 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4,920.86	3,100.00	-	-	**8,020.86**
Projects temporarily suspended	-	-	-	-	**-**

(b) i) 31st March 2024

There are no projects as Capital Work in Progess as at 31st March 2024, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii) 31st March 2023

In case of the following projects (CWIP), where completion is overdue or has exceeded its cost compared to its original plan:

CWIP	To be completed in				Remarks
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress (here the completion is overdue and the cost is exceeded compared to its original plan)	5,886.17	-	-	-	Approval has been obtained with respect to additional cost in the Audit Committee Meeting held on 15th March, 2023. Also, certain approvals have been pending from authorities resulting in delay in capitalisation. The same has been capitased by the Company in FY 2023-24.

NOTE 46 : AGEING OF INTANGIBLE ASSET UNDER DEVELOPMENT

(a) Intangible assets under development ageing schedule

31st March 2024

Intangible assets under development	Amount in Intangible under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

31st March 2023

Intangible assets under development	Amount in Intangible Assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	45.00	-	-	45.00
Projects temporarily suspended	-	-	-	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(b) In case of the following projects (IAUD), where completion is overdue or has exceeded its cost compared to its original plan:

31st March 2023

Intangible Assets under development	To be completed in				Remarks
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress (here the completion is overdue)	45.00	-	-	-	There are certain technical issues relating to implementation of SAP, resulting in delay in capitalisation. This has been written off by the Company in FY 23-24.

NOTE 47 : DETAILS OF BENAMI PROPERTY HELD

The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

NOTE 48 : RECONCILIATION OF QUARTERLY RETURNS OR STATEMENTS OF CURRENT ASSETS FILED WITH BANKS:

31st March 2024

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	Bank of India and Bank of Baroda	Trade Receivables	15,315.78	20,277.20	(4,961.42)	The difference is due to the submission to the Banks were made before financial reporting closure process
		Trade Payables *	7,599.57	8,064.80	(465.23)	
		Inventories	6,185.95	2,737.28	3,448.67	
Sep-23	Bank of India and Bank of Baroda	Trade Receivables	14,854.63	19,741.95	(4,887.32)	
		Trade Payables *	7,002.53	6,849.46	153.07	
		Inventories	6,749.81	3,457.44	3,292.37	
Dec-23	Bank of India and Bank of Baroda	Trade Receivables	13,500.48	19,585.84	(6,085.36)	
		Trade Payables *	7,220.64	7,077.33	143.31	
		Inventories	7,846.69	3,320.35	4,526.34	
Mar-24	Bank of India and Bank of Baroda	Trade Receivables	13,603.51	19,477.80	(5,874.29)	
		Trade Payables *	7,770.93	7,618.76	152.17	
		Inventories	7,801.89	3,749.25	4,052.64	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

31st March 2023

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-22	Bank of India and Bank of Baroda	Trade Receivables	13,682.97	18,135.24	(4,452.27)	The difference is due to the submission to the Banks were made before financial reporting closure process
		Trade Payables *	7,689.94	7,570.25	119.69	
		Inventories	6,928.58	2,614.18	4,314.40	
Sep-22	Bank of India and Bank of Baroda	Trade Receivables	12,751.81	17,574.10	(4,822.29)	
		Trade Payables *	6,798.50	6,708.54	89.96	
		Inventories	6,815.68	2,783.59	4,032.09	
Dec-22	Bank of India and Bank of Baroda	Trade Receivables	12,793.52	18,506.22	(5,712.70)	
		Trade Payables *	7,120.94	6,884.86	236.08	
		Inventories	7,082.63	2,858.85	4,223.78	
Mar-23	Bank of India and Bank of Baroda	Trade Receivables	14,455.83	19,645.73	(5,189.90)	
		Trade Payables *	8,388.18	8,255.97	132.21	
		Inventories	6,810.99	2,837.19	3,973.80	

* Excluding provision for expenses and including capital payables

NOTE 49 : WILFUL DEFAULTER

The Company has not being declared as wilful defaluter by any bank or financials instiution or any government authority.

NOTE 50 : RELATIONSHIP WITH STRUCK OFF COMPANIES UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF COMPANIES ACT, 1956,

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

NOTE 51 : REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

NOTE 52 : COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

NOTE 53 : UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM:

(i) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the

Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries,

NOTE 54 : RATIOS

S. no.	Ratio	Particulars		Ratio as on	Ratio as on	Variation	Reason (If variation is more than 25%)
		Numerator	Denominator	31st March 2024	31st March 2023		
(a)	Current ratio	Current assets	Current Liabilities	3.12	2.89	7.89%	
(b)	Debt-equity ratio	Debt= All borrowings	Shareholder's equity	0.07	0.05	31.21%	The variance in ratio is mainly on account of increase in borrowings due to increase in business operations. has context menu
(c)	Debt service coverage ratio	Net Operating Income= Net profit after taxes + Non-cash operating expenses + finance cost	Debt Service = Interest & Lease Payments + Principal Repayments (Excluding Working capital borrowings)	35.96	43.50	(17.33%)	
(d)	Return on equity ratio	Net income= net profits after taxes	Average shareholder's equity	9.17%	7.66%	19.63%	
(e)	Inventory turnover ratio	Cost of goods sold	Average Inventory	2.86	3.38	(15.51%)	
(f)	Trade receivables turnover ratio	Revenue from sale of products and services = total revenue from operations less export incentives	Average trade receivables	4.75	4.63	2.71%	
(g)	Trade payables turnover ratio	Purchases for raw material, stores and conumables, packing material	Average trade payables (trade payable relating to purchases and consumables)	4.94	4.93	0.27%	
(h)	Net capital turnover ratio	Revenue from sale of products and services = total revenue from operations less export incentives	Average working capital	2.07	2.08	(0.29%)	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

S. no.	Ratio	Particulars		Ratio as on	Ratio as on	Variation	Reason (If variation is more than 25%)
		Numerator	Denominator	31st March 2024	31st March 2023		
(i)	Net profit ratio	Net profit	Revenue from operations	12%	10%	19.44%	
(j)	Return on capital employed	EBIT= earnings before interest and taxes	Capital employed= Total asset-current liability	12%	11%	9.88%	
(k)	Return on investment	Gain on Mutual fund(including unrealised gain)	(Opening Investment in Mutual Fund + Closing investment in mutual fund)/2	9%	4%	110.66%	The variance in ratio is due to market fluctuations.

NOTE 55 : UNDISCLOSED INCOME

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year and previous year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

NOTE 56 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY:

The Company has not traded or invested in crypto currency or virtual currency during the financial year.

NOTE 57 : SOCIAL SECURITY CODE

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on 28th September 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 13th November 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

NOTE 58 : PREVIOUS YEAR COMPARATIVES

Previous year's figures have been regrouped/reclassified, where necessary, to correspond with the current year's classification/ disclosure.

NOTE 59 : EVENTS AFTER THE REPORTING PERIOD

No Significant Subsequent events have been observed which may require an adjustments to the financial statements.

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

INDEPENDENT AUDITOR'S REPORT

To

the Members of

Precision Camshafts Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying consolidated financial statements of Precision Camshafts Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company, and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, and the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on consideration of reports of other auditor on separate financial statements and on the other financial information of subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at March 31, 2024, 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, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI"), and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and on consideration of audit reports of other auditor referred to in paragraph of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTER

Key audit matter are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2024. 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 this matter. We have determined the matter described below to be the key audit matter to be communicated in our report:

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1	**Impairment of Goodwill** Refer Note 4A to the consolidated financial statements The Group has carrying value of Goodwill amounting to INR. 1658.36 lakhs as on March 31, 2024 which represents 1.59% of the total asset of the Group. The group performed its annual impairment test of goodwill and has provided for impairment amount to INR. Nil lakhs.	Our procedure included, but not limited to the following: 1. Obtained an understanding of the Group's policy on assessment of impairment of Goodwill and the key assumption used by the Management, including design and implementation of controls over preparation of annual budgets and future forecasts for business units and the approach followed for annual impairment and validation of Management review controls.

Independent Auditors' Report (Contd.)

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
	The carrying value of Goodwill is tested annually for impairment provision by reference to value in use. In determining the value in use of the business unit, the Group has applied judgment in estimating future revenues, profitability cash flow, growth rate and discount rates. Due to the significance of the carrying value of goodwill and impairment provision thereon, and high degree of management judgments & estimation uncertainty involved in performing impairment testing & provisioning, we have identified provision for impairment of goodwill as a key audit matter.	2. Tested the operating effectiveness of the controls over process of preparation of annual budgets and future forecasts for business units and the approach followed for annual impairment. 3. Obtained the and reviewed valuation report issued by the Holding Company's independent valuations experts, and assessed the expert's competence, capability and objectivity. 4. Assessed the appropriateness of the valuation methodology applied and reasonableness of the assumptions used i.e. the discount rate and long-term growth rates used in the forecast. 5. Verified completeness, arithmetical accuracy and validity of the data used in the calculations 6. Assessed reasonableness of the future revenue and margins projections, by reviewing the historical accuracy of the Group's estimates and its ability to produce accurate long-term forecasts. 7. Assessed the Holding Company's sensitivity analysis and evaluated whether any reasonably foreseeable change in assumptions could lead to impairment or material change in carrying value of Goodwill. 8. Evaluated the appropriateness and adequacy of disclosures given in the consolidated financial statements, including disclosure of significant assumptions and judgements, in accordance with applicable Indian Accounting Standards.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report including Annexures to the Director's report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group

including in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Consolidated Financial Statements.

OTHER MATTER

We did not audit the financial statements of 4 (four) subsidiaries, whose financial statements reflect total assets of INR 40,568.22 Lakhs as at March 31, 2024, total revenues of INR 36,044.06 Lakhs and net cash inflows amounting to INR 1930.32 Lakhs for the year ended on that date, as considered in the consolidated financial statements. 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 these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditor.

Our opinion on the consolidated financial statements is not modified in respect of the above matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the Separate financial information of the subsidiaries referred to in the Other Matter section above we report, to the extent applicable, that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

    b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor except for the matters stated in the paragraph 1(h)(vi) below on reporting under Rule 11(g).

    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

Independent Auditors' Report (Contd.)

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, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India are disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f. The reservation relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 1(b) above on reporting under Section 143(3)(b) and paragraph 1(h)(vi) below on reporting under Rule 11(g).

g. With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure B".

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, – Refer Note 32(b) to the consolidated financial statements.

ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

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

iv. 1. The respective Managements of the Holding Company and its subsidiary, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary to or in any other person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that such parties shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

2. The respective Managements of the Holding Company and its subsidiary, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds have been received by the Holding Company or any of such subsidiary from any person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Holding Company or any of such subsidiary shall, directly or indirectly, 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.

Independent Auditors' Report (Contd.)

3. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary which is a company incorporated in India whose financial statements have been audited under the Act, and according to the information and explanations provided to us by the Management of the Holding company in this regard nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (1) and (2) above, contain any material mis-statement

v. On the basis of our verification and on consideration of the reports of the statutory auditors of the subsidiary that is an Indian Company under the Act, we report that

The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of their respective members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 40 to the consolidated financial statements).

vi. Based on our examination, and based on the other auditor report of subsidiary company incorporated in india whose financial statements have been audited under the Act, the holding Company and its subsidiary company have used accounting software's for maintaining its books of account, for the year ended March 31, 2024, which has a feature of recording audit trail (edit log) facility, however no audit trail feature was enabled at the database level to log any direct data changes. Further, the audit trail facility has been operated throughout the year for all the relevant transactions recorded in the accounting software, except for the software at the database level as stated above, in respect of which the audit trail facility has not operated throughout the year for all relevant transactions recorded in this accounting software during the year ended March 31, 2024. Further, during the course of our examination, we and the auditor of the subsidiary, did not come across any instance of audit trail feature being tampered with.

2. In our opinion, according to information, explanations given to us, the remuneration paid by the Holding Company, to its directors is within the limits laid prescribed under Section 197 of the Act and the rules thereunder except in case of 1 (one) subsidiary company incorporated in India, as the provisions of the aforesaid section is not applicable to private company.

3. According to the information and explanations given to us and based on the CARO reports issued by us for the Holding Company and on consideration of CARO reports issued by the statutory auditors of subsidiary included in the consolidated financial statements of the Group to which reporting under CARO is applicable, we report that there are no Qualifications/adverse remarks.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKW5313

Place: Pune
Date: May 23, 2024

ANNEXURE A

TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED FOR THE YEAR ENDED 31st March 2024

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors.
- Conclude on the appropriateness of the management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other 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 31st March 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKW5313

Place: Pune
Date: May 23, 2024

ANNEXURE B

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRECISION CAMSHAFTS LIMITED

[Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Precision Camshafts Limited on the consolidated Financial Statements for the year ended 31st March 2024

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 31st March 2024, we have audited the internal financial controls reference to consolidated financial statements of Precision Camshafts Limited (hereinafter referred to as "the Holding Company") which includes the internal financial controls over financial reporting of the Holding Company and its subsidiary company (the Holding Company and its subsidiary together referred to as "the Group"), which is 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 Holding Company and its subsidiary company, which is 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 31st March 2024, 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 issued by the Institute of Chartered Accountants of India ("the ICAI").

MANAGEMENT AND BOARD OF DIRECTOR'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Management and the Board of Directors of the Holding Company and its subsidiary company, which is 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. 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.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, which is incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary company, which is incorporated in India.

Annexure B (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.

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 in so far as it relates to 1 (one) subsidiary company, which is incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India. Our opinion is not modified in respect of this matter.

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Registration No. 105047W

Nitin Manohar Jumani
Partner
Membership No. 111700
UDIN: 24111700BKAIKW5313

Place: Pune
Date: May 23, 2024

CONSOLIDATED BALANCE SHEET

As at 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	As at 31st March 2024	As at 31st March 2023
ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	30,592.83	27,475.89
(b) Capital work-in-progress	3A	2,768.31	8,127.35
(c) Goodwill on consolidation	4A	1,658.36	1,657.35
(d) Other intangible assets	4	224.49	1,952.99
(e) Intangible assets under development	4A	-	45.00
(f) Financial assets			
(i) Investments	5A	7.46	7.46
(ii) Other financial assets	5B	563.35	449.70
(g) Deferred tax assets (net)	30	776.77	915.80
(h) Other non-current assets	6	562.87	891.74
Total non-current assets		**37,154.44**	**41,523.28**
Current assets			
(a) Inventories	7	14,368.97	22,453.23
(b) Financial assets			
(i) Investments	5A	22,502.72	17,736.90
(ii) Trade receivables	8	17,552.63	20,625.04
(iii) Cash and cash equivalents	9	4,330.00	1,864.55
(iv) Bank balances other than (iii) above	9	4,581.16	4,186.69
(v) Other financial assets	5B	148.10	317.64
(c) Other current assets	6	2,782.56	2,346.90
Total current assets		**66,266.14**	**69,530.95**
Assets classified as held for sale	19	925.47	-
Total Assets		**1,04,346.05**	**1,11,054.23**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	9,498.58	9,498.58
(b) Other equity	11	65,336.39	62,153.84
Total Equity attributable to equity holders of Holding company		**74,834.97**	**71,652.42**
Non controlling interest		**-**	**-**
Total equity		**74,834.97**	**71,652.42**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	663.12	1,796.92
(ii) Lease liabilities	14	380.31	750.69
(b) Provisions	17	681.58	579.75
(c) Deferred tax liabilities (net)	30	670.52	839.12
(d) Other non-current liabilities	16	409.19	-
Total non-current liabilities		**2,804.72**	**3,966.48**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	12	9,583.86	7,491.11
(ii) Trade payables	15		
- total outstanding dues of micro enterprises and small enterprises		1,252.87	1,521.22
- total outstanding dues of creditors other than micro enterprises and small enterprises		10,442.21	11,194.38
(iii) Other financial liabilities	13	2,204.88	2,153.00
(iv) Lease liabilities	14	384.10	428.81
(b) Other current liabilities	16	2,302.02	12,334.30
(c) Provisions	17	211.06	206.89
(d) Current tax liabilities (net)	18	264.25	105.62
Total current liabilities		**26,645.25**	**35,435.33**
Liabilities related to assets classified as held for sale	19A	61.11	-
Total liabilities		**29,511.08**	**39,401.81**
Total Equity and Liabilities		**1,04,346.05**	**1,11,054.23**

Summary of material accounting policies 2

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Notes	Year ended 31st March 2024	Year ended 31st March 2023
Income			
Revenue from operations	20	1,03,113.70	1,08,014.49
Other income	21	2,862.60	2,964.91
Total income (I)		**1,05,976.30**	**1,10,979.40**
Expenses			
Cost of raw materials and components consumed	22	37,641.84	49,955.10
(Increase) / decrease in inventories of finished goods and work-in-progress	23	2,796.87	(1,931.81)
Employee benefits expenses	24	19,149.05	17,904.40
Other expenses	25	33,506.61	31,025.48
Total expenses (II)		**93,094.37**	**96,953.17**
Earnings before interest, tax, depreciation and amortisation (EBITDA) (III)= (I) - (II)		**12,881.93**	**14,026.23**
Finance costs	26	833.90	823.43
Finance Income	27	(297.67)	(348.03)
Depreciation and amortisation expense	28	8,157.72	7,523.03
Profit before exceptional items and tax		**4,187.98**	**6,027.80**
Exceptional items	38	1,829.19	-
Profit before tax		**6,017.17**	**6,027.80**
Tax expense			
Current tax	30	2,031.77	2,617.05
(Excess) / short provision of tax relating to earlier years		-	121.59
Deferred tax	30	(49.91)	(1,339.43)
Total tax expenses		**1,981.86**	**1,399.21**
Profit for the year		**4,035.31**	**4,628.59**
Other comprehensive income			
A. Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains / (losses) on defined benefit plans		45.84	46.07
Income tax effect		(11.54)	(11.60)
		34.30	**34.47**
B. Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		63.15	(126.39)
		63.15	**(126.39)**
Other comprehensive income for the year, net of tax [A+B]		**97.45**	**(91.92)**
Total comprehensive income for the year, net of tax		**4,132.76**	**4,536.67**
Profit for the year Attributable to:			
Equity holders of the Holding Company		4,035.31	4,628.59
Non Controlling interests		-	-
		4,035.31	**4,628.59**
Other comprehensive income for the year Attributable to:			
Equity holders of the Holding Company		97.45	(91.92)
Non Controlling interests		-	-
		97.45	**(91.92)**
Total Comprehensive Income for the year Attributable to:			
Equity holders of the Holding Company		4,132.76	4,536.67
Non Controlling interests		-	-
		4,132.76	**4,536.67**
Earning per share [nominal value per share ₹ 10 (31st March 2023: ₹ 10)]	29		
a) Basic		4.25	4.87
b) Diluted		4.25	4.87

Summary of material accounting policies 2

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

STATEMENT OF CONSOLIDATED CASH FLOWS

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	6,017.17	6,027.80
ADJUSTMENTS TO RECONCILE PROFIT BEFORE TAX TO NET CASH FLOWS:		
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets	9,704.85	7,523.03
Net foreign exchange loss/(gain) differences (unrealised)	(73.95)	155.63
Gain on mutual fund (realised and unrealised)	(1,765.74)	(788.62)
Inventory written down	3,650.04	-
Advances received from customers written back	(7,024.24)	-
Loss on sale of asset / asset written off (Net)	46.71	-
Liabilities written back	(144.06)	-
Finance income (including fair value change in financial instruments)	(297.67)	(348.03)
Finance costs (including fair value change in financial instruments)	833.90	823.43
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	**10,947.01**	**13,393.24**
WORKING CAPITAL ADJUSTMENTS:		
Increase / (decrease) in provisions	151.84	(286.33)
(Increase) / decrease in other assets	(433.28)	(166.95)
(Increase) / decrease in other financial assets	157.69	302.72
Increase / (decrease) in other current liabilities	(55.56)	296.83
Increase / (decrease) in other financial liabilities	349.33	(28.57)
(Increase) / decrease in trade and other receivables and prepayments	524.02	(1,420.95)
(Increase) / decrease in inventories	4,434.22	(3,177.94)
Increase / (decrease) in trade and other payables	(966.19)	3,994.27
CASH GENERATED FROM OPERATIONS	**15,109.08**	**12,906.32**
Income tax paid (net of refunds)	(2,015.95)	(2,593.99)
NET CASH FLOWS FROM OPERATING ACTIVITIES (A)	**13,093.13**	**10,312.33**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(6,547.75)	(6,201.97)
Proceeds from sale of PPE	195.75	-
Purchase of financial instruments	(438.55)	(182.69)
Advance received against sale of land	61.11	-
Proceeds from sale of financial instruments	(3,000.08)	2,470.19
Interest received (finance income)	289.48	342.54
NET CASH FLOWS USED IN INVESTING ACTIVITIES (B)	**(9,440.04)**	**(3,571.93)**

STATEMENT OF CONSOLIDATED CASH FLOWS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(833.90)	(823.43)
(Repayment)/proceeds in relation to borrowings (net)	958.94	(3,961.83)
Final dividend paid on shares	(960.73)	(1,034.16)
Payment of lease obligation	(415.10)	(174.43)
NET CASH FLOWS USED IN FINANCING ACTIVITIES (C)	**(1,250.79)**	**(5,993.85)**
Net increase in cash and cash equivalents (A+B+C)	2,402.30	746.55
Effect of exchange differences on translation of foreign currency on cash and cash equivalents	63.15	(126.39)
Cash and cash equivalents at the beginning of the year	1,864.55	1,244.39
Cash and cash equivalents as at year end	**4,330.00**	**1,864.55**
Components of cash and cash equivalents: (Refer Note 9)		
Balances with banks:		
On current accounts	4,275.35	1,811.19
Deposit with original maturity of less than 3 months	50.47	50.46
Cash in hand	4.18	2.90
Cash and cash equivalents at year end	**4,330.00**	**1,864.55**

Summary of material accounting policies

The accompanying notes are an integral part of the Consolidated financial statements

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

For and on behalf of the Board of Directors of
Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN: 00318140	DIN: 03338134	DIN. 07985441	Membership Number : A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

A EQUITY SHARE CAPITAL

Equity shares of ₹ 10 (refer note 10) each issued, subscribed and fully paid	Number	Rupees
At 1st April 2022	**9,49,85,835**	**9,498.58**
Issued during the year	-	-
At 31st March 2023	**9,49,85,835**	**9,498.58**
Issued during the year	-	-
At 31st March 2024	**9,49,85,835**	**9,498.58**

B OTHER EQUITY

Attributable to the equity holders of the Holding Company

Particulars	Reserve and surplus				Other comprehensive income / (loss)		Total equity
	Securities premium account	General Reserve	Retained Earnings	Capital Reserve	Remeasurement gain on defined benefit plans	Foreign currency translation reserve	
As at 1st April 2022	**21,744.23**	**472.21**	**34,383.60**	**1,412.02**	**121.82**	**532.78**	**58,666.66**
Profit for the year	-	-	4,628.59	-	-	-	4,628.59
Other comprehensive income for the year, net of tax	-	-	-	-	34.47	-	34.47
Total comprehensive income for the year	**-**	**-**	**4,628.59**	**-**	**34.47**	**-**	**4,663.06**
Reversal of tax benefit directly routed through equity (deferred tax)	(4.64)	-	-	-	-	-	(4.64)
Exchange differences on translation of foreign operation	-	-	-	-	-	(126.39)	(126.39)
Final dividend for year ended 31st March 2022	-	-	(1,044.84)	-	-	-	(1,044.84)
As at 31st March 2023	**21,739.59**	**472.21**	**37,967.35**	**1,412.02**	**156.29**	**406.39**	**62,153.84**
Profit for the year	-	-	4,035.31	-	-	-	4,035.31
Other comprehensive income for the year, net of tax	-	-	-	-	34.30	-	34.30
Total comprehensive income for the year	**-**	**-**	**4,035.31**	**-**	**34.30**	**-**	**4,069.61**
Reversal of tax benefit directly routed through equity (deferred tax)	(0.35)	-	-	-	-	-	(0.35)
Exchange differences on translation of foreign operation	-	-	-	-	-	63.15	63.15
Final dividend for year ended 31st March 2023	-	-	(949.86)	-	-	-	(949.86)
As at 31st March 2024	**21,739.24**	**472.21**	**41,052.79**	**1,412.02**	**190.59**	**469.54**	**65,336.39**

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **MSKA & Associates**
Chartered Accountants
Firm Regn. Number: 105047W

Nitin Manohar Jumani
Partner
Membership Number: 111700

Place: Pune
Date: 23rd May 2024

For and on behalf of the Board of Directors of Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Yatin S. Shah
Managing Director
DIN: 00318140

Place: Solapur
Date: 23rd May 2024

Ravindra R. Joshi
Whole-time Director & CFO
DIN: 03338134

Place: Solapur
Date: 23rd May 2024

Karan Y. Shah
Whole-time Director
DIN. 07985441

Place: Solapur
Date: 23rd May 2024

Tanmay M. Pethkar
Company Secretary
Membership Number : A53618

Place: Pune
Date: 23rd May 2024

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. REPORTING ENTITY

Precision Camshafts Limited ("the Company" or "the parent) is a public company domiciled in India and was incorporated in 1993 with its equity shares listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The Company has its office registered at E 102/103 MIDC, Akkalkot road Solapur, Maharashtra, 413006

These consolidated financial statements comprise the financial statements of the Company and its subsidiaries (together referred to as the 'Group') for the year ended 31st March 2024. The Group is primarily involved in Manufacturing of auto-components(Camshafts & others) & Kit sets which are used for electrifying the fuel trucks.

These consolidated financial statements were approved for issue in accordance with a resolution of the directors on 23rd May 2024.

2.(a)Basis of preparation of Financial Statements

(i) Statement of compliance and basis of Preparation

These consolidated financial statements of the group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied to all the years presented except where a newly issued Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

Details of the Group material accounting policies are included in Note 2(c).

(ii) EBITDA Measurement Policy:

The Group has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss to provide a clear view of operational performance. In its measurement the Group does not include depreciation and amortization expense, finance income, finance costs and tax expense to reflect core business performance accurately.

(iii) Functional and presentation currency

The consolidated financial Statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lakh to two decimal points, unless otherwise indicated.

(iv) Basis of measurement

These consolidated financial Statements have been prepared on a historical cost convention on accrual basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit liability	Present value of defined benefit obligation less fair value of plan assets

(v) Going Concern Assumption

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern.

(vi) Basis of Consolidation:

The consolidated financial statements incorporate the financial statements of the Company and all its subsidiaries, being the entities that it controls. Control is evidenced where the Group has power over the investee or is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over investee. Power is demonstrated through existing rights that give the ability to direct relevant activities, which significantly affect the entity returns. The financial statements of subsidiaries are prepared for the same reporting year as the parent company. Where necessary, adjustments are made to the financial statements of subsidiaries to align the accounting policies in line with accounting policies of the Group. Intragroup balances and transactions, and any unrealised income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements.

(vii) Critical accounting judgements and key sources of estimation uncertainty

In preparing these consolidated Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated Financial Statements are included in the following notes:

a) Critical Accounting Estimates

- Note 31 – The cost of the defined benefit plans, compensated absences and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 3 - Property, plant and equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life. The policy for the same has been explained under Note 2(c).
- Note 8 - The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Group uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. The policy for the same has been explained under Note 2(c).
- Note 4A-The Group assesses the carrying value of goodwill for impairment. This involves allocating goodwill to the relevant cash-generating unit (CGUS) or group of CGUS that are expected to benefit from the synergies of the combination. This process requires significant judgment, including assumptions about future cash flows, growth rates, and discount rates, reflecting management's best estimates under current market conditions. All assumptions are reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 7-The Group assesses inventory at the lower of cost and net realizable value (NRV). NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The provision for NRV is based on Current and forecasted market trends, Obsolescence & sales projections. This estimate involves significant judgment and is reviewed at each reporting date. The policy for the same has been explained under Note 2(c).
- Note 19-The Group classifies assets as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use. Management assesses whether the sale is highly probable and the asset is available for immediate sale in its present condition. The estimation involves significant judgment, including assumptions about the selling price, costs to sell, and the timeframe for the sale, based on current market conditions. The policy for the same has been explained under Note 2(c).

2.(b) Changes in accounting policies and disclosures

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31st March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

1st April 2023. The Group has applied these amendments for the first-time in these financial statements.

(i) Amendments to Ind AS 1 - disclosure of accounting policies

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the consolidated financial statements.

(ii) Definition of Accounting Estimates – Amendments to Ind AS 8 Accounting policies, changes in accounting estimates and errors

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on these Consolidated financial statements.

(iii) Amendments to Ind AS 12 - deferred tax related to assets and liabilities arising from a single transaction

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The amendment has no impact on the consolidate financial statements.

(iv) New standards and amendments issued but not effective

There are no such standards which are notified but not yet effective

2.(c) Material accounting policies

(i) Foreign currency

Foreign currency transactions and translation

Items included in the consolidated financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR), which is the Company's functional and Group's presentation currency.

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. Gains/ losses arising out of fluctuation in foreign exchange rates between the transaction date and settlement date are recognised in the profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date and the exchange differences are recognised in the profit and loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Group companies

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet,
- income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- All resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(ii) Financial Instruments

Non derivative financial instruments consist of:

- financial assets, which include cash and cash equivalents, trade receivables, investments in equity & Mutual funds and eligible current and non current assets; and
- financial liabilities, which include borrowings, trade payables, lease liability and eligible current and noncurrent liabilities.

(a) Recognition of Non derivative financial instruments:

Non-derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

Cash and cash equivalents.

The Group's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal. For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand, in banks and demand deposits with banks and are considered part of the Group's cash management system.

Investments

Financial instruments measured at fair value through profit or loss ("FVTPL"):

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the statement of profit and loss. The gain or loss on disposal is recognised in the statement of profit and loss.

Other financial assets

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These comprise trade receivables, lease receivables, and eligible current and noncurrent assets. They are presented as current assets, except for those expected to be realised later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that do not contain a significant financing component are measured at the Transaction Price.

Trade payables and other liabilities

Trade payables are initially recognised at transaction price, and subsequently carried at transaction price.

Other liabilities are initially recognised at transaction price, and subsequently carried at amortised cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value of these instruments.

(b) Derecognition of financial instruments

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. If the Group retains substantially all the risks and rewards of a transferred financial asset, the Group continues to recognise the financial asset and recognises a borrowing for the proceeds received. A financial liability (or a part of a financial liability) is derecognised from the Group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(c) Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the Balance Sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(iii) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost (cash price equivalent), which includes capitalized borrowing costs, less accumulated depreciation, and accumulated impairment losses, if any.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Capital work in progress is stated at cost and includes the cost of the assets that are not ready for their intended use at the Balance Sheet date.

PPE is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

ii. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method except in case of one subsidiary namely Memco engineering private limited where written down value method is followed and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the Group is furnished below:

Particulars	Useful lives (years)
Buildings	30-60
Roads	5-10
Plant & Machinery	3-15
Computer	3-5
Office Equipment	5
Furniture and fixtures	5-10
Vehicles	5-8
Electrical installation	10

Cost of leasehold land is amortised over the period of lease i.e, 80 years to 99 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which the asset is ready for use (disposed of).

(iv) Intangible assets

Intangible assets acquired separately are measured at cost of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. Intangible assets are amortised over its useful life on straight line basis. The estimated useful life of amortizable intangibles is reviewed and where appropriate is adjusted, annually.

The estimated useful lives of the amortizable intangible assets are as follows:

Particulars	Useful lives (years)
Computer Software	3-5
Technical Knowhow	3-7

(v) Asset classified as held for sale.

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet.

Following their classification as held for sale, non current assets are not depreciated.

(vi) Impairment

i. Impairment of Financial assets

The Group applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, Lease receivables and other financial assets. Expected credit loss is the difference between the contractual cash flows and the cash flows that the entity expects to receive discounted using the effective interest rate.

Loss allowances for trade receivables, Lease receivables are measured at an amount equal to lifetime expected credit loss. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. Lifetime expected credit loss is computed based on a provision matrix which takes in to account risk profiling of customers and historical credit loss experience adjusted for forward looking information.

ii. Impairment of non-financial assets

The Group's non-financial assets such as property, plant and equipment, Goodwill, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. Goodwill is allocated on initial recognition to each of the Group's CGUs that are expected to benefit from a business combination that gives rise to the goodwill.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

In respect of assets for which impairment loss has been recognized in prior periods, the Group reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized. An impairment loss recognised for goodwill is not reversed.

(vii) Inventories:

Inventories are valued at lower of cost and net realizable value including necessary provision for obsolescence. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and selling expenses. The comparison of cost and net realisable value is made on an item by item basis.

The cost of raw materials, components, consumable stores and spare parts are determined using the weighted average method and includes freight, taxes and duties, net of duty credits wherever applicable.

Finished goods and work in progress are valued at lower of cost and net realisable value. Cost includes all direct costs including applicable manufacturing overheads incurred in bringing them to their present location and condition

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

(viii) Leases

The Group as a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date.

The right-of-use asset is initially measured at cost. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the future lease payments, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term

(ix) Employee benefits

i. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Post-employment benefits (defined benefit plans)

The Group provides for retirement benefits in the form of Gratuity. A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii. Defined contribution plans

The Group makes defined contribution to Government Employee Provident Fund, and Superannuation Scheme, which are recognized in the Statement of Profit and Loss on accrual basis.

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(x) Revenue Recognition

The Group derives revenue primarily from sale of auto-components(Camshafts & others) & Kit sets which are used for electrifying the fuel trucks. The Group also earns revenue from Tooling contract used in manufacturing of camshafts.

Sale of Products & Kit sets:

Revenue from sale of product & Kit sets is recognized at point in time when control of the goods has transferred to the customer. Control over a good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognized (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. Revenue from product sales are recorded net of allowances for estimated rebates and estimates of product returns, all of which are established at the time of sale

Tooling contract:

The Group recognizes revenue from developed tools only when they are approved by the customer. Accordingly, revenue from tooling is recognized at a point in time, post-approval by the customer, at the transaction price agreed upon in the contract.

(xi) Government Grant and Export Incentives:

Grants from the Government are recognised at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating revenue.

Government grants in the nature of export incentives are accounted for in the period of export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are reasonably expected to be fulfilled.

(xii) Dividend:

Dividends are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is when declared by the directors. In the case of final dividends, this is when approved by the shareholders at the annual general meeting.

(xiii) Income tax

Income tax comprises current and deferred tax.

i. Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside Statement of Profit and Loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or in equity). Current

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii. Deferred tax

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the consolidated balance sheet differs from its tax base, except for differences arising on:

- The initial recognition of goodwill,
- The initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting or taxable profit, and
- Investments in subsidiaries and joint arrangements where the Group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

The amount of the asset or liability is determined using tax rates that have been enacted or substantively enacted by the reporting date and are expected to apply when the deferred tax liabilities/(assets) are settled/(recovered).

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

(xiv) Provisions and Contingent Liabilities

The Group estimates the provisions that have present obligations as a result of past events, and it is probable that an outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting date and are adjusted to reflect the current best estimates.

The Group uses significant judgement to disclose contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the consolidated financial statements.

(xv) Segment Reporting

Segments are identified based on the manner in which the Chief Operating Decision Maker ('CODM') decides about resource allocation and reviews performance. The Group is engaged in manufacturing of auto-components (camshafts & others) & Kit sets which are used for electrifying the fuel trucks. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Group has structured its operations into a single operating segment; however based on the geographic distribution of activities, the CODM has identified India and outside India as two reportable geographical segments. Refer Note No 34 for segment information presented.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

Particulars	Leasehold land	Freehold land	Buildings	Plants and equipment	Office equipment	Furniture and fixtures	Vehicles	Electrical installation	Computer-hardware	Right of use Asset	Total
At cost											
At 01st April 2022	**941.37**	**724.44**	**13,355.61**	**63,528.72**	**3,131.17**	**236.29**	**409.19**	**22.41**	**268.95**	**1,828.40**	**84,446.55**
Additions	-	-	11.62	1,596.77	121.38	7.33	84.38	16.54	50.96	180.91	2,069.89
Disposals	-	-	-	(196.69)	-	-	(3.92)	-	-	-	(200.61)
Capitalised during year	-	-	-	-	-	-	-	-	-	-	-
Other adjustment											
- Foreign currency translation reserve	-	-	(129.76)	1,501.94	169.87	-	6.73	-	32.78	100.21	1,681.77
At 31st March 2023	**941.37**	**724.44**	**13,237.47**	**66,430.74**	**3,422.42**	**243.62**	**496.38**	**38.95**	**352.69**	**2,109.52**	**87,997.60**
Additions	-	64.35	1,051.97	10,776.40	141.59	49.41	369.07	-	9.88	270.00	12,732.67
Disposals	-	-	-	(2,260.79)	-	-	(109.04)	-	-	(596.28)	(2,966.11)
Assets classified as held for sale	(18.05)	-	(1,207.71)	(18.36)	(4.67)	(36.82)	-	-	-	-	(1,285.61)
Capitalised during year	-	-	-	-	-	-	-	-	-	-	-
Other adjustment											
- Foreign currency translation reserve	-	23.92	67.85	128.86	10.08	-	0.99	-	(166.69)	9.30	74.31
At 31st March 2024	**923.32**	**812.71**	**13,149.58**	**75,056.85**	**3,569.42**	**256.21**	**757.40**	**38.95**	**195.88**	**1,792.54**	**96,552.86**
Depreciation and impairment											
At 01st April 2022	**61.31**	**-**	**4,675.46**	**45,078.13**	**2,711.73**	**213.65**	**141.94**	**13.48**	**152.05**	**532.28**	**53,580.03**
Charge for the year	11.64	-	500.68	4,563.96	164.24	6.48	52.88	2.91	63.55	429.07	5,795.41
Disposals	-	-	-	(116.82)	-	-	(3.73)	-	-	-	(120.55)
Foreign currency translation reserve	-	-	103.39	928.08	155.08	-	2.59	-	25.88	51.80	1,266.82
At 31st March 2023	**72.95**	**-**	**5,279.53**	**50,453.35**	**3,031.05**	**220.13**	**193.68**	**16.39**	**241.48**	**1,013.15**	**60,521.71**
Charge for the year	11.56	-	517.54	4,920.51	236.03	7.75	79.66	5.14	38.28	474.29	6,290.76
Disposals	-	-	-	(1,644.79)	-	-	(52.13)	-	-	(380.72)	(2,077.64)
Assets classified as held for sale	(5.57)	-	(295.82)	(18.00)	(4.67)	(36.09)	-	-	-	-	(360.15)
Foreign currency translation reserve	-	-	19.63	121.85	7.56	-	0.23	-	(113.61)	2.56	38.22
Impairement	-	-	-	1,547.13	-	-	-	-	-	-	1,547.13
At 31st March 2024	**78.94**	**-**	**5,520.88**	**55,380.05**	**3,269.97**	**191.79**	**221.44**	**21.53**	**166.15**	**1,109.28**	**65,960.03**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Leasehold land	Freehold land	Buildings	Plants and equipment	Office equipment	Furniture and fixtures	Vehicles	Electrical installation	Computer-hardware	Right of use Asset	Total
Net Block											
At 31st March 2024	**844.38**	**812.71**	**7,628.70**	**19,676.80**	**299.45**	**64.42**	**535.96**	**17.42**	**29.73**	**683.26**	**30,592.83**
At 31st March 2023	**868.42**	**724.44**	**7,957.94**	**15,977.39**	**391.37**	**23.49**	**302.70**	**22.56**	**111.21**	**1,096.37**	**27,475.89**

Note 3A: Capital work in progress

Particulars	Capital work in progress
At 1st April 2022	**3,373.23**
Additions	6,004.31
Disposals	-
Capitalised during year	(1,256.20)
Other adjustment	
- Foreign currency translation reserve	6.01
At 31st March 2023	**8,127.35**
Additions	5,944.91
Disposals	-
Capitalised during year	(11,294.38)
Other adjustment	
- Foreign currency translation reserve	(9.57)
At 31st March 2024	**2,768.31**

Asset under construction

Capital work-in-progress (CWIP) comprises cost of assets that are not yet installed and ready for their intended use as at the balance sheet date. Capital work in progress as at 31st March 2024 comprises expenditure for the plant and machinery in the course of construction.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 4: INTANGIBLE ASSETS

Particulars	Computer software	Corporate design & new homepage	Customer relations	Research and development	Technical knowhow	Development	IP technology	Total
At cost								
At 01st April 2022	**626.42**	**68.18**	**2,554.78**	**340.00**	**4,265.71**	**-**	**3,725.15**	**11,580.24**
Additions	22.16	-	-	-	-	-	-	22.16
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	29.88	-	-	-	-	38.10	-	67.98
At 31st March 2023	**678.46**	**68.18**	**2,554.78**	**340.00**	**4,265.71**	**38.10**	**3,725.15**	**11,670.38**
Additions	50.92	-	-	-	65.90	-	-	116.82
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	148.37	-	105.08	-	277.31	(38.10)	269.19	761.85
At 31st March 2024	**877.75**	**68.18**	**2,659.86**	**340.00**	**4,608.92**	**-**	**3,994.34**	**12,549.05**
Amortisation & impairment								
At 01st April 2022	**366.47**	**68.17**	**2,554.78**	**340.00**	**2,640.25**	**-**	**2,112.72**	**8,082.39**
Charge for the year	107.66	-	-	-	815.06	-	804.90	1,727.62
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	5.14	-	-	-	(67.74)	38.10	(67.12)	(91.62)
At 31st March 2023	**479.27**	**68.17**	**2,554.78**	**340.00**	**3,387.57**	**38.10**	**2,850.50**	**9,718.39**
Charge for the year	129.87	0.01	-	-	873.07	-	864.01	1,866.96
Disposals	-	-	-	-	-	-	-	-
Foreign currency translation reserve	105.98	-	105.08	-	286.62	(38.10)	279.83	739.41
At 31st March 2024	**715.12**	**68.18**	**2,659.86**	**340.00**	**4,547.26**	**-**	**3,994.34**	**12,324.76**
Net Block								
At 31st March 2024	**162.63**	**-**	**-**	**-**	**61.66**	**-**	**-**	**224.29**
At 31st March 2023	**199.19**	**0.01**	**-**	**-**	**878.14**	**-**	**874.65**	**1,951.99**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Note 4A: Intangible asset under development & Goodwill on consolidation

Particulars	Intangible asset under development	Goodwill on consolidation
At 1st April 2022	**45.00**	**3,723.79**
Additions	-	-
Other adjustment		
- Foreign currency translation reserve	-	16.84
At 31st March 2023	**45.00**	**3,740.63**
Additions	-	-
Write off	(45.00)	-
Other adjustment		
- Foreign currency translation reserve	-	1.01
At 31st March 2024	**-**	**3,741.64**
Impairment		
At 1st April 2022	**-**	**2,083.28**
Charge for the year	-	-
Other adjustment		
- Foreign currency translation reserve	-	-
At 31st March 2023	**-**	**2,083.28**
Charge for the year	-	-
Other adjustment		
- Foreign currency translation reserve	-	-
At 31st March 2024	**-**	**2,083.28**
Net book value		
At 31st March 2024	**-**	**1,658.36**
At 31st March 2023	**45.00**	**1,657.35**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 5: FINANCIAL ASSETS

5A) Investments

Particulars	As at 31st March 2024	As at 31st March 2023
(i) At fair value through Profit or Loss (FVTPL)		
a) Investments in equity instruments		
Shares of Laxmi Co-op. Bank Limited	1.25	1.25
5000 Equity shares of ₹ 25 each fully paid-up		
(31st March 2023: 5,000 equity shares)		
Shares of Solapur Janata Sahakari Bank Limited	0.05	0.05
500 Equity shares of ₹ 10 each fully paid-up		
(31st March 2023: 500 equity shares)		
Shares of Thane Janata Bank	4.63	4.63
9259 Equity shares of ₹ 50 each fully paid-up		
(31st March 2023: 9259 equity shares)		
Shares of Janlaxmi Bank	1.30	1.30
5198 Equity shares of ₹ 25 each fully paid-up		
(31st March 2023: 5198 equity shares)		
Shares of Mahila Bank	0.21	0.21
850 Equity shares of ₹ 25 each fully paid-up		
(31st March 2023: 850 equity shares)		
Shares of Godavari Bank	0.01	0.01
10 Equity shares of ₹ 100 each fully paid-up		
(31st March 2023: 10 equity shares)		
Shares of NAMCO Bank	0.01	0.01
28 Equity shares of ₹ 25 each fully paid-up		
(31st March 2023: 28 equity shares)		
b) Investments in mutual funds		
Quoted mutual funds		
HDFC corporate bond fund - growth	541.97	502.16
ICICI prudential saving fund-growth	2,545.32	2,359.48
ICICI prudential banking and PSU debt fund - growth	493.03	457.97
ICICI prudential corporate bond fund - growth	844.47	782.60
ICICI prudential short term fund-growth	197.31	183.15
ICICI prudential all seasons bond fund - growth	1,041.20	-
ICICI prudential money market fund - growth	508.63	-
Nippon india short term fund - growth plan - growth option	118.55	110.39
Nippon india low duration fund - growth plan- growth option	239.01	223.30
ABSL corporate bond fund-growth	960.19	890.73
ABSL sun life low duration fund	121.89	114.04
ABSL saving fund growth	255.03	237.40
ABSL nifty SDL PSU bond sept	446.49	417.00
Axis short term fund-growth	790.27	736.83
Axis bluechip fund - growth	303.61	230.02

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31st March 2024	As at 31st March 2023
Axis money market fund - regular growth	508.75	-
Axis banking & PSU debit fund - growth	471.88	441.36
Axis all seasons debt fund of funds regular growth	243.91	226.47
Axis treasury advantage fund - regular growth (TA-GP)	554.86	517.29
Axis nifty AAA bond plus SDL apr 2026 50:50 ETF FoF - regular growth	221.09	207.86
Bandhan corporate bond fund regular plan-growth (erstwhile IDFC corporate bond fund regular plan-growth)	667.01	623.28
IDFC ultra short term fund-growth(Reg Plan)	595.52	555.92
Bandhan ultra short term fund regular plan-growth (erstwhile IDFC ultra short term fund regular plan-growth)	3.61	3.37
IDFC low duration fund - growth	694.50	648.56
TATA banking & PSU debt fund regular plan	171.77	160.77
Kotak low duration fund std growth (regular plan)	2,320.48	2,171.20
Kotak nifty SDL APR 2027 top 12 equal weight index fund regular	222.10	207.68
Kotak banking and PSU debt fund	616.75	574.22
Kotak savings growth fund	13.78	12.88
Kotak bond fund short term growth	474.43	442.99
Kotak corporate bond fund standard - growth	1,181.27	1,098.42
Kotak floating rate fund growth - regular plan	600.53	558.61
Kotak dynamic bond reg plan growth	1,056.58	-
Baroda BNP paribas multi cap fund	585.69	401.42
SBI magnum ultra short duration fund regular growth	129.10	120.45
SBI short term debt fund regular plan	191.53	178.85
Sundaram large and mid cap fund - regular growth	223.00	-
Principal emerging bluechip fund - regular plan growth	-	160.91
Canara robeco force collection a/c	185.99	133.87
Canara robeco blue chip equity fund	162.75	122.17
ICICI prudential ultra short term fund	240.78	163.80
UTI floater fund - regular growth plan	17.05	111.75
ICICI prudential fund	5.07	63.10
HDFC banking and PSU debt fund	89.96	65.42
HDFC equity saving fund	100.00	63.00
HDFC credit risk debt fund	-	41.85
Edelweiss mutual fund	443.48	414.36
UTI money market fund	102.53	-
Total investments at FVTPL	**22,510.18**	**17,744.36**
Non-current	**7.46**	**7.46**
Current	**22,502.72**	**17,736.90**
	22,510.18	**17,744.36**
Total investments	**22,510.18**	**17,744.36**
Aggregate book value of quoted investments	22,502.72	17,736.90
Aggregate book value of unquoted investments	7.46	7.46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

5B) Other financial assets

Particulars	As at 31st March 2024	As at 31st March 2023
(i) Derivative instruments		
Foreign-exchange forward contracts*	39.46	-
(ii) Others		
(a) Bank deposits with more than 12 months maturity	164.82	120.74
(b) Interest accrued on fixed deposits	11.45	8.26
(c) Lease receivable	80.89	-
(d) Income accrued on others	12.29	7.29
(e) Other receivable	119.20	373.21
(f) Security deposits#	283.34	257.84
Total	**711.45**	**767.34**
Non-current	**563.35**	**449.70**
Current	**148.10**	**317.64**
	711.45	**767.34**

* The holding company entered into foreign exchange forward contracts with the intention to reduce the foreign exchange exposure of trade receivables and trade payables.

Security deposit is with electricity department; which carrying interest at the rate of 4% to 7% for the company.

NOTE 6: OTHER ASSETS

Particulars	As at 31st March 2024	As at 31st March 2023
Capital advances	172.43	651.53
Prepaid expense	592.77	539.45
Advances for purchase of materials	110.18	110.66
Income tax deposited with tax authorities (under protest)	335.42	199.61
Other advances with Provident fund authorities (under protest)	12.12	12.12
Income accrued on export incentives	296.83	203.30
Balances with statutory/government authorities	1,695.77	1,421.15
Other receivables	90.71	78.89
Advance tax (net of provision for taxation)	39.20	21.93
Total	**3,345.43**	**3,238.64**
Non-current	562.87	891.74
Current	2,782.56	2,346.90
	3,345.43	**3,238.64**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 7: INVENTORIES

Particulars	As at 31st March 2024	As at 31st March 2023
Raw materials and components (at cost)	1,564.06	6,768.40
Stores, spares and packing materials (at cost)	2,926.86	3,009.91
Semi-finished goods (at cost)	4,405.70	7,943.32
Finished goods (at lower of cost and net realisable value)*	5,472.35	4,731.60
Total	**14,368.97**	**22,453.23**

During the year ended 31st March 2024 ₹ 87.40 Lakhs (31st March 2023 ₹ 51.42 Lakhs) was written down as a provision towards slow moving/ non moving of inventories.

*Includes Finished Goods in transit ₹ 4,096.71 Lakhs (31st March 2023: ₹ 3,689.74 Lakhs)

NOTE 8: TRADE RECEIVABLES

Particulars	As at 31st March 2024	As at 31st March 2023
Trade receivables	17,552.63	20,625.04
Total	**17,552.63**	**20,625.04**
Break-up for security details:		
- Secured, considered good	-	-
- Unsecured, considered good	17,552.63	20,625.04
- Which have significant increase in credit risk	-	-
- Credit impaired	275.35	223.50
Total	**17,827.98**	**20,848.54**
Impairment allowance (allowance for bad and doubtful debts)		
- Doubtful	(275.35)	(223.50)
Total	**17,552.63**	**20,625.04**

The net carring value of trade receivables is considered a reasonable approximation of fair value.

Trade receivables are non-interest bearing and are generally on terms of 30 to 150 days.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Ageing of trade receivables as on 31st March 2024

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	7,250.20	10,193.29	109.05	0.09	-	-	17,552.63
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	155.34	116.47	3.54	-	275.35
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	(155.34)	(116.47)	(3.54)	-	(275.35)
Total	**-**	**7,250.20**	**10,193.29**	**109.05**	**0.09**	**-**	**-**	**17,552.63**

Ageing of trade receivables as on 31st March 2023

	Unbilled dues	Not due	Outstanding for following periods from due date of receipts					
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	8,815.73	11,760.57	48.30	0.44	-	-	20,625.04
(ii) Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed trade receivables – credit impaired	-	-	-	220.22	3.28	-	-	223.50
(iv) Disputed trade receivables– considered good	-	-	-	-	-	-	-	-
(v) Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed trade receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts (disputed + undisputed)	-	-	-	(220.22)	(3.28)	-	-	(223.50)
Total	**-**	**8,815.73**	**11,760.57**	**48.30**	**0.44**	**-**	**-**	**20,625.04**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 9: CASH AND BANK BALANCES

Particulars	As at 31st March 2024	As at 31st March 2023
Cash and cash equivalents		
Balance with banks		
Current accounts	4,275.35	1,811.19
Deposits with original maturity of less than three months	50.47	50.46
Cash on hand	4.18	2.90
Total cash and cash equivalents	**4,330.00**	**1,864.55**
Other bank balances		
Deposits with maturity for more than 3 months but less than 12 months from the balance sheet date *	4,575.79	4,170.45
Unclaimed dividend accounts	5.37	16.24
Total other bank balances	**4,581.16**	**4,186.69**
Total	**8,911.16**	**6,051.24**

Cash at banks earns interest at fixed rates based on fixed deposit receipts made by the Group. Fixed deposits are made for varying periods of between 1 month to 48 months, depending on the immediate cash requirements of the Group, and earn interest at the respective short term / long term deposit rates.

* Deposits with bank of ₹ 186.96 Lakhs (31st March, 2023 : ₹ 140.30 Lakhs) held as lien by banks against bank guarantees.

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following

Particulars	As at 31st March 2024	As at 31st March 2023
Cash and cash equivalents		
Balance with banks		
Current accounts	4,275.35	1,811.19
Deposits with original maturity of less than three months	50.47	50.46
Cash on hand	4.18	2.90
Total cash and cash equivalents	**4,330.00**	**1,864.55**

NOTE 10: SHARE CAPITAL

A) Authorised share capital

Particulars	Equity shares	
	Number	Amount
At 1st April 2022	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At 31st March 2023	10,00,00,000	10,000.00
Increase/ (decrease) during the year	-	-
At 31st March 2024	10,00,00,000	10,000.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Terms/rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹ 10 per share (31st March 2023: ₹ 10 per share). Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividends in Indian rupees.

The Board of Directors of the Holding Company, in their meeting on 26th May, 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on 26th July 2023. The amount was recognized as distributions to equity shareholders during the year ended 31st March 2024 and the total appropriation was ₹ 949.86 Lakhs.

The Board of Directors, in their meeting on 23rd May 2024, proposed a final dividend of ₹ 1.00 per equity share for the year ended 31st March 2024. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Holding Company.

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

B) Issued, subscribed and fully paid-up

Equity shares of ₹ 10 each at par value	Number	Amount
At 1st April 2022	9,49,85,835	9,498.58
Issued during the year		
At 31st March 2023	9,49,85,835	9,498.58
Issued during the year		
At 31st March 2024	9,49,85,835	9,498.58

Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31st March 2024		As at 31st March 2023	
	No. of shares	% holding in the class	No. of shares	% holding in the class
Equity shares of ₹ 10 each fully paid				
Yatin S. Shah	3,77,88,717	39.78%	3,77,88,717	39.78%
Cams Technology Limited	1,35,07,685	14.22%	1,35,07,685	14.22%
Suhasini Y. Shah	1,07,78,461	11.35%	1,07,78,461	11.35%
Jayant V. Aradhye	81,76,826	8.61%	82,02,000	8.63%
	7,02,51,689	**73.96%**	**7,02,76,863**	**73.98%**

As per records of the Holding Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Details of shares held by promoters at the end of the year

Promoter name	31st March 2024			31st March 2023		
	No. Of Shares	% of total shares	% Change during the year	No. Of Shares	% of total shares	% Change during the year
Yatin S. Shah	3,77,88,717	39.78%	-	3,77,88,717	39.78%	-
Cams Technology Limited	1,35,07,685	14.22%	-	1,35,07,685	14.22%	-
Suhasini Y. Shah	1,07,78,461	11.35%	-	1,07,78,461	11.35%	-
Karan Y. Shah	14,500	0.02%	-	14,500	0.02%	-
Tanvi Y. Shah	2,000	0.00%	-	2,000	0.00%	-
Mayura K. Shah	1,000	0.00%	-	1,000	0.00%	-
Total	**6,20,92,363**	**65.37%**	**-**	**6,20,92,363**	**65.37%**	**-**

NOTE 11: OTHER EQUITY

Particulars		In ₹
A)	**Securities premium**	
	At 1st April 2022	**21,744.23**
	Less: Reversal of tax benefit (deferred tax)	(4.64)
	At 31st March 2023	**21,739.59**
	Less: Reversal of tax benefit (deferred tax)	(0.35)
	At 31st March 2024	**21,739.24**
B)	**General reserve**	
	At 1st April 2022	**472.21**
	Increase/ (decrease) during the year	-
	At 31st March 2023	**472.21**
	Increase/ (decrease) during the year	-
	At 31st March 2024	**472.21**
C)	**Retained earnings**	
	At 1st April 2022	**34,383.60**
	Add: Profit for the year	4,628.59
	Less: Final equity dividend at ₹ 1 per share paid	(1,044.84)
	At 31st March 2023	**37,967.35**
	Add: Profit for the year	4,035.31
	Less: Final equity dividend at ₹ 1 per share paid	(949.86)
	At 31st March 2024	**41,052.79**
D)	**Other reserves**	
	At 1st April 2022	**121.82**
	Add: Other comprehensive income for the year	34.47
	At 31st March 2023	**156.29**
	Add: Other comprehensive income for the year	34.30
	At 31st March 2024	**190.59**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		In ₹
E)	**Capital reserves**	
	At 1st April 2022	**1,412.02**
	Increase/ (decrease) during the year	-
	At 31st March 2023	**1,412.02**
	Increase/ (decrease) during the year	-
	At 31st March 2024	**1,412.02**
F)	**Other reserves**	
	Foreign currency translation reserve	
	At 1st April 2022	**532.78**
	Add: Exchange differences on translation of foreign operations	(126.39)
	At 31st March 2023	**406.39**
	Add: Exchange differences on translation of foreign operations	63.15
	At 31st March 2024	**469.54**

Nature and purpose of reserves:

Securities premium account

The amount received in excess of face value of the equity shares is recognised in Securities Premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date, exercise price and nominal value of share is accounted as securities premium.

General reserve

The Group has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013.

Retained earnings

Retained earnings are the profits that the Group has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders and any other adjustments.

Capital reserve

The Group had recognized excess of the identifiable assets and liabilities acquired over the consideration paid for acquisition of subsidiary referred to as bargain purchase on acquisition in capital reserve.

Foreign currency translation reserve

Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and are accumulated in separate reserve within equity. The cumulative amount is reclassified to profit and loss, when the investment is disposed off.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 12: FINANCIAL LIABILITIES - BORROWINGS

Particulars	Rate of interest	Maturity	As at 31st March 2024	As at 31st March 2023
a) Non current borrowings				
Term loan				
i. From bank (secured)				
Foreign currency loan 4	2 to 6% in Euro		642.55	1,703.52
Bank II				
Term loan 4- 005	9.75%	Sep-24	-	26.95
Term loan 5- 006	9.75%	Sep-24	-	2.80
Term loan 6- 007	9.75%	Sep-24	-	4.99
Citi Bank Loan A/C - Loan Initiation-D06LCRR191920001	9.75%	May-25	11.67	58.64
ii. From financial institution in foreign currency (secured)	2 to 6% in Euro		8.90	0.02
Total non current borrowings			**663.12**	**1,796.92**
Current maturity of long term loans				
Foreign currency loan 4 (secured)	2 to 6% in Euro		768.41	768.25
Bank II				
Term loan 4- 005	9.75%	Sep-24	24.66	41.17
Term loan 5- 006	9.75%	Sep-24	2.54	4.58
Term loan 6- 007	9.75%	Sep-24	4.52	8.10
Citi Bank Loan A/C - Loan Initiation-D06LCRR191920001	9.75%	May-25	46.98	46.98
			847.11	**869.08**
b) Short term borrowings				
Cash credit in foreign currency (secured)	1.5% to 3.5%	On demand	2,502.43	2,190.86
Cash credit in INR (secured)	9.50%	On demand	319.07	345.30
Packing credit in INR (Secured)	4.8% to 7.8%	On demand	5,915.25	4,085.87
			8,736.75	**6,622.03**
Short term borrowings			**9,583.86**	**7,491.11**
Aggregate value of secured loans			**10,246.98**	**9,288.03**
Aggregate unsecured loans			**-**	**-**

Foreign currency loan 4 (secured) carries the rate of interest rate from 2% to 6% in Euro p.a. The loan is secured by mortgage on commercial property, equipments, machines & inventories, in Cunewalde, Germany. The loan matures in 5 to 10 years.

From Financials Institutions -carries the rate of interest rate from 2% to 6 % in Euro p.a. The loan is secured by mortgage on commercial property, equipments, machines & inventories, in Cunewalde, Germany. The shareholders loan of Euro 26,55,000 is subordinated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Term loan 4-005:

Term loan 4 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan is repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans has been secured by the corporate guarantee of holding company Precision Camshafts Limited.

Term loan 5-006:

Term loan 5 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan is repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans has been secured by the corporate guarantee of holding company Precision Camshafts Limited.

Term loan 6-007:

Term loan 6 of Bank II carries interest at the rate of 9.75% p.a. The tenure of the loan is 72 months. The loan is repayable in 72 monthly instalments commencing from October 2018. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans has been secured by the corporate guarantee of holding company Precision Camshafts Limited.

Citi Bank Loan A/C - Loan Initiation-D06LCRR191920001

Term loan from citi bank carries interest at the rate of 9.75% p.a. The tenure of the loan is 70 Months. The loan is repayble in 20 quarterly instalments commencing from September 2020. The loan is secured by existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur as collateral security. The loans has been secured by the corporate guarantee of holding company Precision Camshafts Limited.

The Group does not have any continuing defaults in repayment of loans and interest during the year and as at the reporting date.

Cash credit from banks:

Packing credit ₹ 5,915.25 Lakhs in ₹ are secured by first pari passu charge by way of hypothecation of current assets including inventories and trade receivables. Further, the facilities are collaterally secured by extension of pari passu charge by way of hypothecation of plant and machinery and equitable mortgage of factory land and building situated at Plot No. D5 to D7, MIDC Chincholi, Solapur, Unit I situated at Plot No. E-102, 103, Akkalkot Road, MIDC, Solapur.

Cash credit of ₹ 319.07 Lakhs is secured by hypothecation of current assets of the Company. Cash credit has also been secured by collateral securities of existing and future moveable and immoveable fixed assets of plot no F-5, MIDC, Satpur. The cash credit has been secured by corporate guarantee of Holding Company Precision Camshaft Limited. The cash credit has also been secured by Demand promissory note and letter of continuity for ₹ 50 Million.

Cash credit of ₹ 2,502.43 Lakhs is secured by hypothecation of current assets of the Company. Cash credit has also been secured by collateral securities of existing and future moveable and immoveable fixed assets of Köblitzer Str. 7, 02733 Cunewalde, Germany.

The carrying amounts of property, plant and eqiupment pledged as security for non-current borrowings are disclosed in note 3. And carrying amount of inventories, trade receivables and fixed deposits are pledged as security for short term borrowings.

Term loan from banks contain certain covenants relating to debt service coverage ratio, total debt gearing ratio, interest Coverage ratio, Fixed asset coverage ratio. All the ratios mentioned above are within the level stipulated by the banks in its prescribed sanctions. The Company has also satisfied all other debt covenants prescribed in the terms of bank loan.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 13: OTHER FINANCIAL LIABILITIES

Particulars	As at 31st March 2024	As at 31st March 2023
Financial liability at FVTPL		
Foreign-exchange forward contracts*	-	41.54
Other financial liabilities at amortised cost		
Unpaid matured deposits and interest accrued thereon	137.30	137.30
Employee benefit liabilities	1,432.76	1,359.15
Sundry payables for capital goods purchased	440.75	598.28
Unclaimed dividend	5.37	16.24
Other payables	188.70	0.49
Total	**2,204.88**	**2,153.00**
Non - current	**-**	**-**
Current	2,204.88	2,153.00
	2,204.88	**2,153.00**

* The holding company entered into foreign exchange forward contracts with the intention to reduce the risk in foreign exchange exposure of trade receivables and trade payables.

NOTE 14: LEASE LIABILITIES

Particulars	As at 31st March 2024	As at 31st March 2023
Lease liabilities	764.41	1,179.50
Total	**764.41**	**1,179.50**
Non - current	380.31	750.69
Current	384.10	428.81
Total	**764.41**	**1,179.50**

NOTE 15: TRADE PAYABLES

Particulars	As at 31st March 2024	As at 31st March 2023
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	1,252.87	1,521.22
- Total outstanding dues of creditors other than micro enterprises and small enterprises	10,442.21	11,194.38
Total	**11,695.08**	**12,715.60**
Non-current	**-**	**-**
Current	**11,695.08**	**12,715.60**
Total	**11,695.08**	**12,715.60**

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 90 days term

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Trade payable ageing as on 31st March 2024

Particulars	Current						
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	1,169.09	83.78	-	-	-	1,252.87
(ii) Disputed dues - MSME	-	-	-	-	-	-	-
(iii) Others	1,092.94	5,193.77	4,118.75	36.75	-	-	10,442.21
(iv) Disputed dues - others	-	-	-	-	-	-	-
Total	**1,092.94**	**6,362.86**	**4,202.53**	**36.75**	**-**	**-**	**11,695.08**

Trade payable ageing as on 31st March 2023

Particulars	Current						
	Unbilled dues	Payables not due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	1,393.67	127.55	-	-	-	1,521.22
(ii) Disputed dues - MSME	-	-	-	-	-	-	-
(iii) Others	1,335.10	3,942.63	5,843.81	72.84	-	-	11,194.38
(iv) Disputed dues - others	-	-	-	-	-	-	-
Total	**1,335.10**	**5,336.30**	**5,971.36**	**72.84**	**-**	**-**	**12,715.60**

Disclosure relating to suppliers registered under MSMED Act based on the information available with the company

Particulars	As at 31st March 2024	As at 31st March 2023
(i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	-	-
Principal amount due to micro and small enterprises	1,252.87	1,521.22
Interest due on above	0.01	0.01
(ii) The amount of interest paid by the buyer in terms of section 16, of the MSMED Act, 2006.	-	-
The amounts of the payment made to the supplier beyond the appointed day during each accounting year.	10,806.33	9,599.89
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	0.01	0.01

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 16: OTHER LIABILITIES

Particulars	As at 31st March 2024	As at 31st March 2023
Advances from customers	1,059.61	10,627.89
Statutory dues payable	488.68	370.64
Other payables	1,162.92	1,335.77
Total	**2,711.21**	**12,334.30**
Non current	409.19	-
Current	2,302.02	12,334.30
Total	**2,711.21**	**12,334.30**

NOTE 17: PROVISIONS

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for employee benefits:		
Provision for gratuity	288.60	224.35
Provision for compensated absences (unfunded)	604.04	562.29
Total	**892.64**	**786.64**
Non-current	681.58	579.75
Current	211.06	206.89
Total	**892.64**	**786.64**

Also refer note 31 for detailed disclosure.

NOTE 18: CURRENT TAX LIABILITIES (NET)

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for income tax (net of advance taxes)	264.25	105.62
Total	**264.25**	**105.62**

NOTE 19: ASSETS CLASSIFEID AS HELD FOR SALE

Particulars	As at 31st March 2024	As at 31st March 2023
Asset classified as held for sale *	925.47	-
Total	**925.47**	**-**

* During current year, holding company has taken approval for sale of certain assets - i.e. Land - W39 & E90, flats at Vaishnavi Buildcon and Vaishnavi Heights and E102/103 located in Solapur and the Corporate Office loacted at Senapati Bapat Road Pune. The holding company is currently using E102 / 103 Hence, not classified as asset held for sale and all the other properties are available for immediate sale and accounted as held for sale.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Note 19A: Liabilities related to assets classified as held for sale

Particulars	As at 31st March 2024	As at 31st March 2023
Advance received against asset classified as held for sale *	61.11	-
Total	**61.11**	**-**

*The holding company has received advance against sale of Land - W39 in the month of March 2024.

NOTE 20: REVENUE FROM OPERATIONS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Revenue from contracts with customers		
Sale of products	99,665.10	1,05,612.57
Sale of parts	1.45	-
Sale of services	1,571.25	911.67
Total sale of products and services	**1,01,237.80**	**1,06,524.24**
Other operating income		
Tooling income	383.68	129.52
Scrap sales	384.75	426.40
Export incentives	814.40	756.93
Other operating income	293.07	177.40
Total other operating income	**1,875.90**	**1,490.25**
Total revenue from operations	**1,03,113.70**	**1,08,014.49**

NOTE 21: OTHER INCOME

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Fair value gain on financial instruments at fair value through profit or loss	1,765.74	703.25
Realised gain on sale of mutual funds	-	85.38
Foreign exchange differences (net)	685.10	1,984.22
Trade payable no longer required written back	5.94	-
Incomes from electricity and energy tax	41.46	34.82
Profit on fixed assets sold /discarded (net)	36.69	-
Miscellaneous income	327.67	157.24
Total other income	**2,862.60**	**2,964.91**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 22: COST OF RAW MATERIALS AND COMPONENTS CONSUMED

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Inventory at the beginning of the year	6,768.40	6,073.65
Add: Purchases	32,437.50	50,649.85
	39,205.90	56,723.50
Less: Inventory at the end of the year	1,564.06	6,768.40
Cost of raw material and components consumed	**37,641.84**	**49,955.10**

NOTE 23: (INCREASE) / DECREASE IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Opening stock:		
Finished goods	4,731.60	5,452.20
Semi-finished goods	7,943.32	5,290.91
	12,674.92	**10,743.11**
Closing stock:		
Finished goods	5,472.35	4,731.60
Semi-finished goods	4,405.70	7,943.32
	9,878.05	**12,674.92**
(Increase) / Decrease in inventories	**2,796.87**	**(1,931.81)**

NOTE 24: EMPLOYEE BENEFIT EXPENSES

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Salaries, wages, bonus and commission	16,358.39	15,488.42
Contribution to provident fund and other funds	2,408.61	2,186.41
Staff welfare expenses	382.05	229.57
Total employee benefit expenses	**19,149.05**	**17,904.40**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 25: OTHER EXPENSES

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Consumption of components and spares	10,558.16	8,029.21
Packing materials consumed	921.67	857.74
Power and fuel expenses	9,657.65	9,813.03
Job work expenses	2,295.58	1,843.39
Freight outward charges	2,062.86	2,428.23
Rent	280.06	271.28
Rates and taxes	212.00	572.15
Insurance	334.92	259.04
Repairs and maintenance		
Plant and machinery	1,604.80	1,535.10
Building	313.30	141.29
Others	1,051.75	908.55
Advertisement and sales promotion	98.69	282.95
Donation	37.47	41.87
CSR expenditure (refer note below)	152.47	162.19
Sales commission	142.00	175.14
Travelling and conveyance	933.24	861.57
Communication costs	69.77	72.88
Legal and professional fees	1,175.05	806.86
Auditors' remuneration and expenses		
Statutory audit	90.22	134.91
Out of pocket expenses	0.23	3.24
Bad debts written off	-	2.60
Loss on fixed assets sold /discarded (net)	38.33	2.36
Testing charges	22.63	-
Management fees	-	291.66
Write off of intangible asset under development	45.00	-
Research and development expenses	114.16	72.04
Warranty expenses	323.90	452.39
Miscellaneous expenses	970.71	1,003.81
Total other expenses	**33,506.61**	**31,025.48**

CSR expenditure

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Amount required to be spent by the group during the year	152.47	161.98
Amount of expenditure incurred	154.54	162.19
Amount of shortfall for the year	-	-
Amount of excess expenditure for the year	(2.07)	(0.21)
Amount of cumulative excess expenditure at the end of the year	(5.90)	(3.83)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 26: FINANCE COSTS

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Interest on borrowings	708.19	609.15
Interest on delay in payment of taxes	47.15	37.47
Bank charges	74.63	170.21
Other finance costs	3.93	6.60
Total finance costs	**833.90**	**823.43**

NOTE 27: FINANCE INCOME

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Interest income on		
Bank deposits	279.03	225.14
Others	18.64	122.89
Total finance income	**297.67**	**348.03**

NOTE 28: DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Depreciation of property, plant and equipment (refer note 3)	6,290.76	5,795.41
Amortisation of intangible assets (refer note 4)	1,866.96	1,727.62
Total depreciation and amortisation expense	**8,157.72**	**7,523.03**

NOTE 29: EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profits for the year attributable to equity holders of the Holding Company by weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit and share data used in the basic and diluted EPS computation:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Profit attributable to equity holders of Holding Company	4,035.31	4,628.59
Weighted average number of equity shares in calculating basic EPS	9,49,85,835	9,49,85,835
Effect of dilution:	-	-
Weighted average number of equity shares in calculating diluted EPS	9,49,85,835	9,49,85,835
Earnings per share (basic) (Rupees/share)	4.25	4.87
Earnings per share (diluted) (Rupees/share)	4.25	4.87

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 30: INCOME TAX

The major components of income tax expense for the years ended 31st March 2024 & 31st March 2023 are:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Current income tax:		
Current income tax charge	2,031.77	2,617.05
(Excess) / short provision of tax relating to earlier years	-	121.59
Deferred tax:		
Relating to origination and reversal of temporary differences	(49.91)	(1,339.43)
Income tax expense reported in the statement of profit or loss	**1,981.86**	**1,399.21**

OCI section

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Tax effect on:		
Net loss/(gain) on remeasurements of defined benefit plans	(11.54)	(11.60)
Deferred tax (expense)/credit charged to OCI	**(11.54)**	**(11.60)**

Reconciliation of closing balance of Deferred tax liability/(asset)

Particulars	As at 31st March 2024	As at 31st March 2023
PPE: impact of difference between tax depreciation and depreciation /		
amortization for the financial reporting	607.34	691.80
Liability due to fair valuation of mutual fund	419.27	410.25
Others	10.33	10.96
Gross deferred tax liability	**1,036.94**	**1,113.01**
Deferred tax assets		
Employee related costs allowed for tax purposes on payment basis	244.18	350.31
VRS compensation	141.57	189.85
Share issue expenses adjusted to securities premium account	**-**	**0.47**
Asset Held for Sale [Capital Loss]	56.53	56.53
Deduction U/s 80JJAA	-	7.24
Deferred tax on accumulated loss	488.83	570.89
Others	2.78	14.40
Msme Payments allowed for tax purposes on payment basis	209.3	-
Gross deferred tax assets	**1,143.19**	**1,189.69**
Net deferred tax liability/(asset)	**(106.25)**	**(76.68)**

Reconciliation of deferred tax assets

Deferred tax assets are not offset with above deferred tax liability since the Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities (deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Deferred tax credit for the year

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Closing deferred tax liability/(asset) (net)	(106.25)	(76.68)
Less: opening deferred tax liability/(asset) (net)	(76.68)	1,095.56
Deferred tax movement for the year (a)	(29.57)	(1,172.24)
Deferred tax charge recorded in securities premium account (b)	0.37	4.64
Deferred tax (credit) / charge for the year (c = a-b)	(29.94)	(1,176.88)
Deferred tax charge considered in OCI (d)	(11.54)	(11.60)
Foreign Exchange gain/(loss) (e)	(8.43)	3.05
Adjustments in respect of deferred tax for earlier years	-	(154.00)
Deferred tax credit for the year to be charged to statement of profit or loss	**(49.91)**	**(1,339.43)**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31st March 2024 & 31st March 2023

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Accounting profit before tax	6,017.17	6,027.80
Accounting profit before income tax	**6,017.17**	**6,027.80**
At India's statutory tax rate 25.17% (31st March 2023 - 25.17%)	1,514.40	1,517.08
Deduction claimed U/s 80JJAA in Current year& DTA Created on 80JJAA	-	-
DTA created on Assets held for sale	-	-
On Mutual fund Gain due to indexation benefit & different rate of taxation	(435.39)	(52.59)
On Permanent Disallowance	47.18	48.60
Effect of differential tax rate of subsidiary	205.42	116.32
Other items	3.03	10.78
Deferred tax asset not recognised on carried forward losses	647.22	208.32
Deferred tax asset recognised on carried forward lossess	-	(570.89)
Adjustments in respect of current income tax of previous year	-	121.59
At the effective income tax rate of 32.94% (31st March 2023 - 23.21%)	**1,981.86**	**1,399.21**
Income tax reported in the consolidated statement of profit and loss	1,981.86	1,399.21

Reconciliation of deferred tax liabilities/(asset) (net):

Particulars	As at 31st March 2024	As at 31st March 2023
Opening balance as of April, 01.	(76.68)	1,095.56
Tax (income)/expense during the period recognized in profit or loss	(49.91)	(1,339.43)
Tax (income)/expense during the period recognized in Equity	0.37	4.64
Tax (income)/expense during the period recognized in OCI	11.54	11.60
Foreign Exchange (Gain)/loss	8.43	(3.05)
Adjustments in respect of deferred tax for earlier years	-	154.00
Closing Balance as at March 31	**(106.25)**	**(76.68)**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Deferred tax relates to the following

Particulars	Balance Sheet		Profit & Loss	
	31st March 2024	31st March 2023	31st March 2024	31st March 2023
Accelerated depreciation for tax purposes	607.34	691.80	(84.46)	(523.10)
Fair value of mutual fund	419.27	410.25	9.02	72.98
Voluntary retirement scheme allowed as deduction over a period of five years	(141.57)	(189.85)	48.28	(138.41)
Preliminary expenses incurred on initial public offering, allowed as deduction over a period of five years	-	(0.47)	-	-
Employee benefit expenses allowed on payment basis under Sec 43B	(244.18)	(350.31)	106.13	67.01
Other	7.55	(3.44)	10.99	(75.45)
Amount to be charged in Statement of OCI	-	-	(11.54)	(11.60)
Loss on assets held for sale	(56.53)	(56.53)	-	(9.01)
Additional deduction U/s 80JJAA	-	(7.24)	7.24	-
On Accumulated losses	(488.83)	(570.89)	82.06	(570.89)
Foreign Exchange adjustment	-	-	(8.43)	3.04
MSME payments allowed on payment basis U/s 43BH	(209.30)	-	(209.30)	-
Adjustments in respect of deferred tax for earlier years	-	-	-	(154.00)
	(106.25)	**(76.68)**	**(49.91)**	**(1,339.43)**

NOTE 31: DISCLOSURE PURSUANT TO EMPLOYEE BENEFITS

A. Defined contribution plans:

Amount of ₹ 2,156.03 Lakhs (31st March 2023: ₹ 1,935.76 Lakhs) is recognized as expenses and included in Note No. 24 "Employee benefit expense".

B. Defined benefit plans:

The Group has following post employment benefits which are in the nature of defined benefit plans:

Gratuity

The Holding Company has a defined benefit gratuity plan in India (funded). The Holding Company's defined benefit gratuity plan is a final salary plan for India employees, which requires contributions to be made to a separately administered fund. The gratuity plan governed by the Payment of Gratuity Act, 1972. As per the Payment of Gratuity Act, 1972, an employee who has completed five years of service is entitled to specific benefits. The level of benefits provided depends on the member's length of service and salary at retirement age.

The Indian Subsidiary has a defined benefit gratuity plan in India and the same is unfunded.

Plan assets - gratuity fund of holding company is ₹ 1,310.73 Lakhs

Net benefit expense 31st March 2024 (recognized in profit or loss)	31st March 2024	31st March 2023
Current service cost	152.62	143.00
Interest cost on benefit	10.76	25.99
Total	**163.38**	**168.99**

31st March 2024: Changes in defined benefit obligation and plan assets

Particulars	1st April 2023	Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	31st March 2024
		Service cost	Net interest (expense) / income	Sub-total included in statement of profit and loss (refer note 24)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	(1,410.93)	(152.62)	(100.18)	(252.80)	69.54	-	-	(45.70)	100.56	54.86	-	(1,539.33)
Fair value of plan assets	1,246.58	-	89.42	89.42	(40.18)	(9.02)	-	-	-	(9.02)	23.93	1,310.73
Benefit liability	**(164.35)**	**(152.62)**	**(10.76)**	**(163.38)**	**29.36**	**(9.02)**	**-**	**(45.70)**	**100.56**	**45.84**	**23.93**	**(228.60)**

31st March 2023: Changes in defined benefit obligation and plan assets

Particulars	1st April 2022	Gratuity cost charged to statement of profit and loss			Benefit paid	Remeasurement gains/(losses) in other comprehensive income					Contributions by employer	31st March 2023
		Service cost	Net interest (expense) / income	Sub-total included in statement of profit and loss (refer note 24)		Return on plan assets (excluding amounts included in net interest expense)	Actuarial changes arising from changes in demographic assumptions	Actuarial changes arising from changes in financial assumptions	Experience adjustments	Sub-total included in OCI		
Gratuity												
Defined benefit obligation	(1,392.81)	(143.00)	(100.57)	(243.57)	170.67	-	0.62	(19.01)	73.17	54.78	-	(1,410.93)
Fair value of plan assets	848.76	-	74.58	74.58	(59.76)	(8.71)	-	-	-	(8.71)	391.71	1,246.58
Benefit liability	**(544.05)**	**(143.00)**	**(25.99)**	**(168.99)**	**110.91**	**(8.71)**	**0.62**	**(19.01)**	**73.17**	**46.07**	**391.71**	**(164.35)**

As at 31st March 2024 & 31st March 2023 the amount of gratuity provision also includes gratuity provision of ₹ 60 Lakhs & 60 Lakhs respectively provided for director in the books of holding company whose gratuity payment is not considered for acturial valuations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The major categories of plan assets and the fair value of the total plan assets of gratuity are as follows:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Type of asset: Group gratuity scheme of LIC of India		
Fair value of total plan assets	1,310.73	1,246.58
(%) of total plan assets	100%	100%

The principal assumptions used in determining above defined benefit obligations for the group's plans are shown below:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Discount rate #	6.97% to 7.50%	7.22% to 7.50%
Future salary increase *	8.00%	8.00%
Expected rate of return on plan assets	6.77%	6.76%
Expected average remaining working lives (in years)	15 to 15.33	14 to 15.66

A quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity

Particulars	Sensitivity level	Effect on defined benefit obligation (impact)	
		Year ended 31st March 2024 In ₹	Year ended 31st March 2023 In ₹
Discount rate #	1% increase	1,294.40	1,161.37
	1% decrease	1,649.48	1,497.48
Future salary increase *	1% increase	1,641.69	1,490.73
	1% decrease	1,297.58	1,163.99

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The discount rate is based on the prevailing market yields of Government securities as at the Balance Sheet date for the estimated term of the obligations.

* The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

The followings are the expected future benefit payments for the defined benefit plan :

Particulars	Year ended 31st March 2024 In ₹	Year ended 31st March 2023 In ₹
Within the next 12 months (next annual reporting period)	63.76	68.53
Between 2 and 5 years	261.58	241.98
Beyond 5 years	709.65	626.78
Total expected payments	**1,034.99**	**937.29**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Weighted average duration of defined plan obligation (based on discounted cash flows)

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Gratuity	12 to 12.27	10 to 12.64

The followings are the expected contributions to planned assets for the next year:

Particulars	Year ended 31st March 2024	Year ended 31st March 2023
Gratuity	90.00	100.00

Risk Exposure

Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets under perform this yield, this will create a deficit. All plan assets are maintained in a trust fund managed by Life Insurance Corporation of India (LIC) and Birla Sun Life Insurance Company Limited who have been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence, 100% liquidity is ensured. Also, interest rate and inflation risk are taken care of.

Changes in bond yields

A decrease in bond yields will increase plan liabilities, although this will be partially offset by an yields increase in the value of the plans' bond holdings.

Future salary escalation and inflation risk

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in higher present value of liabilities. Further, unexpected salary increases provided at the discretion of the management may lead to uncertainties in estimating this increasing risk.

Asset-Liability mismatch risk

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the Company is successfully able to neutralize valuation swings caused by interest rate movements. Hence, companies are encouraged to adopt asset-liability management.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 32: COMMITMENTS AND CONTINGENCIES

a. Commitments

(i) Estimated amount of contracts remaining to be executed on capital account and material not provided for (net of advances): At 31st March 2024, the Group had commitments of ₹ 3,111.27 Lakhs (31st March 2023: ₹ 1,875.75 Lakhs)

b. Contingent liabilities

(i) Claims against the company not acknowledged as debts (Legal claims)

a. The Collector of Stamps, Solapur has demanded payment of stamp duty of ₹ 31.79 Lakhs (31st March 2023: ₹ 31.79 Lakhs) for cancellation and issue of equity shares after amalgamation of Precision Valvetrain Components Limited (PVPL) with the Holding Company in year 2007-2008. The Holding Company has filed an appeal against demand made by the Collector of Stamps, Solapur with Controlling Revenue Authority, Pune.

b. The Holding Company had received an order from the Commisioner of Provident fund for the year May 2003 to May 2006 demanding PF liability amounting to ₹ 24.23 Lakhs (31st March 2023: ₹ 24.23 Lakhs) excluding interest. The Holding Company had filed writ petition with the Hon'ble High court Mumbai against the said order and had paid ₹ 12.12 Lakhs under protest.

c. The Holding Company had received an order from the Commissioner of Central Excise Pune for the year 2002-03, 2003-04 and 2004-05 demanding excise duty amounting to ₹ 20.76 Lakhs (31st March 2023: ₹ 20.76 Lakhs) on sales tax retained under sales tax deferral scheme. The Holding Company had filed apperial against the order with CESTAT and CESTAT via its order transfer the said case to the jurisdiction commissionrate.

d. The Holding Company had received order from Assessing Officer for the assessment year 2014-15 for demand of income tax amounting to ₹ 1,701.16 Lakhs (31st March 2023 ₹ 1,701.16 Lakhs) towards disallowance of ESOP expenditures and other disallowances. The Holding Company has filed appeal against the above order with commissioner of income tax (Appeals) and has paid ₹ 335.41 Lakhs (31st March 2023: 200.00 Lakhs) under protest.

e. The Holding Company had received an order from Assessing Officer for the assessment year 18-19 for demand of income tax amounting to ₹ 7.08 Lakhs towards disallownce u/s 14A of the Act. The Holding Company has paid the said demand within due date specified by the department. Further assessing officer has passed an order u/s 270A imposing a penalty for ₹ 3.47 Lakhs (31st March 2023 ₹3.47 Lakhs) for under reporting of income for incremental disallowance made u/s 14A of the act. The Holding Company had filed appeal agianst the penalty order with Commissioner of Income Tax(Appeals) and has paid ₹ 0.70 Lakhs under protest.

f. The Holding Company had received an order from Industrial Court, Solapur towards employees dispute and allowed 4 workers reinstatement with full back wages from 2014 for demand of ₹ 49.96 Lakhs (31st March 2023 ₹ 42 Lakhs). The Holding Company had filed writ petition with the Hon'ble High court Mumbai against the said order.

h. During the current year, the Holding Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2020-21. The draft order pertains to adjustments on account of international transactions related to corporate guarantees and disallowance under section 14A of the Act, amounting to ₹ 19.47 Lakhs. The Holding Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance.

i. During the current year, the Holding Company has received a draft order under section 144C(1) of the Income Tax Act, 1961, for the assessment year 2021-22. The draft order pertains to adjustments on account of international transactions related to corporate guarantees amounting to ₹ 5.41 Lakhs. The Holding Company has filed its objections with the Dispute Resolution Panel (DRP) regarding the aforementioned adjustments and disallowance.

In all the cases mentioned above, outflow is not probable, and hence not provided by the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 33: RELATED PARTY TRANSACTIONS

A Names of the related party and related party relationship:

a) Related parties under 'Ind AS 24- Related Party Disclosures', with whom transactions have taken place during the period

i) Key management personnel (KMP)

Mr. Yatin S. Shah , Managing Director

Mr. Ravindra R. Joshi, Director

Mr. Karan Y. Shah, Director

Dr. Suhasini Y. Shah, Non executive director & Director of subsidiary company

Mr. Sarvesh N. Joshi, Independent Director (upto 26.07.2023)

Mr. Vaibhav S. Mahajani, Independent Director (upto 21.09.2022)

Ms. Smita N. Mandem, Director of subsidiary

Ms. Romita Mehta, Director of subsidiary

Mrs. Savani A. Laddha, Independent Director

Mr. Thomas Koritke, Director of Subsidiary (upto 31.12.2022)

Mr. Heldt, Oliver, Director of subsidiary

Mr. Madan M. Godse, Independent Director (up to 01.02.2023)

Mr. Gautam V. Wakankar, Company Secretary (up to 30.04.2023)

Dr. Ameet N. Dravid, Independent Director (w.e.f. 10.08.2022)

Mr. Suhas J. Ahirrao, Independent Director (w.e.f. 29.03.2023)

Ms. Apurva P. Joshi, Independent Director (w.e.f. 29.03.2023)

Mrs. Anagha S. Anasingaraju, Independent Director (w.e.f. 29.03.2023)

Mr. Tanmay M. Pethkar, Company Secretary (w.e.f. 10.08.2023)

ii) Relatives of key management personnel (RKMP)

Ms. Tanvi Y. Shah, daughter of Mr. Yatin S. Shah

Mrs. Mayura K. Shah, Wife of Mr. Karan Y. Shah

iii) Enterprises owned or significantly influenced by key management personnel or their relatives:

Chitale Clinic Private Limited

Precision Foundation & Medical Research Trust

Yatin S. Shah (HUF)

Cams Technology Limited

Hormiga Management B.V. (upto 31.12.2022)

M.A. Noordam Holding B.V. (upto 31.12.2022)

ENCONA GmbH (upto 31.12.2022)

Core Power (w.e.f. 01.10.2023)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

B The transactions with related parties during the year and their outstanding balances are as follows:

Sr. No.	Particulars	Key management personnel		Relatives of key management personnel		Entities where KMP / RKMP have significant influence	
	Transactions	**31st March 2024**	**31st March 2023**	**31st March 2024**	**31st March 2023**	**31st March 2024**	**31st March 2023**
1	Remuneration*	1,054.68	1,040.08	-	-	-	-
2	Final dividend paid on equity shares	486.00	534.60	0.03	0.03	135.08	148.58
3	Management fees paid	-	-	-	-	-	302.95
4	Donation paid	-	-	-	-	35.00	36.90
5	Purchases of goods, material or services	-	-	-	-	153.34	63.08
	Balances outstanding						
1	Remuneration payable	94.64	130.43	-	-	-	-
2	Trade payables	-	-	-	-	32.06	23.18

*The amounts disclosed in the table are the amounts recognized as an expense during the reporting period related to key management personnel.

C Disclosure in respect of material related party transaction during the year:

Sr. No.	Particulars	Relationship	31st March 2024	31st March 2023
1	Remuneration*			
	Mr.Yatin S. Shah	Key management personnel	344.25	343.53
	Dr. Suhasini Y. Shah	Key management personnel	35.00	35.00
	Mr. Ravindra R. Joshi	Key management personnel	313.19	353.99
	Mr. Karan Y. Shah	Key management personnel	127.66	107.66
	Mr. Sarvesh N. Joshi (upto 26.07.2023)	Key management personnel	1.60	5.00
	Mr. Vaibhav S. Mahajani (upto 21.09.2022)	Key management personnel	-	2.50
	Mrs.Savani A. Laddha	Key management personnel	5.00	5.00
	Mr. Madan M. Godse (up to 01.02.2023)	Key management personnel	-	4.20
	Dr. Ameet N. Dravid (w.e.f. 10.08.2022)	Key management personnel	5.00	3.20
	Mr. Gautam V. Wakankar (w.e.f. 19.03.2022 up to 30.04.2023)	Key management personnel	0.94	11.32
	Ms. Smita Mandem	Key management personnel	27.83	16.57
	Ms. Romita Mehta	Key management personnel	5.34	4.42
	Mr. Heldt, Oliver	Key management personnel	168.56	145.51
	Shriram N. Kulkarni (w.e.f. 10.02.2022)	Key management personnel	-	2.18
	Mr. Suhas J. Ahirrao (w.e.f. 29.03.2023)	Key management personnel	5.00	-
	Ms. Apurva P. Joshi (w.e.f. 29.03.2023)	Key management personnel	5.00	-
	Mrs. Anagha S. Anasingaraju (w.e.f. 29.03.2023)	Key management personnel	5.00	-
	Mr. Tanmay M. Pethkar (w.e.f. 10.08.2023)	Key management personnel	5.30	-

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for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Sr. No.	Particulars	Relationship	31st March 2024	31st March 2023
2	Final dividend paid on equity shares			
	Cams Technology Limited	Entities where KMP / RKMP having significant influence	135.08	148.58
	Mr. Yatin S. Shah	Key management personnel	377.89	415.68
	Dr. Suhasini Y. Shah	Key management personnel	107.78	118.56
	Mr. Ravindra R. Joshi	Key management personnel	0.17	0.19
	Mr. Karan Y. Shah	Key management personnel	0.15	0.16
	Ms. Tanvi Y. Shah	Relatives of Key management personnel	0.02	0.02
	Ms. Mayura K. Shah	Relatives of Key management personnel	0.01	0.01
	Mr. Vaibhav S. Mahajani (upto 21.09.2022)	Key management personnel	0.01	0.01
3	Management fees paid			
	Hormiga Management B.V.	Entities where KMP / RKMP have significant influence	-	150.71
	M.A. Noordam Holding B.V.	Entities where KMP / RKMP have significant influence	-	152.24
4	Donation paid			
	Precision Foundation and Medical Research Trust	Entities where KMP / RKMP have significant influence	35.00	36.90
5	Purchases of goods, material or services (exclusive of taxes)			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	71.29	62.74
	Chitale Clinic Pvt. Ltd	Entities where KMP / RKMP have significant influence	-	0.34
	Core Power	Entities where KMP / RKMP have significant influence	82.05	-

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for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Balances outstanding

Sr. No.	Particulars	Relationship	31st March 2024	31st March 2023
1	**Remuneration payable (exclusive of taxes)**			
	Mr. Ravindra R. Joshi	Key management personnel	16.38	52.25
	Mr.Yatin S. Shah	Key management personnel	13.84	33.77
	Dr. Suhasini Y. Shah	Key management personnel	7.00	7.00
	Mr. Karan Y. Shah	Key management personnel	19.88	5.94
	Mr. Sarvesh N. Joshi (upto 26.07.2023)	Key management personnel	1.44	4.50
	Mr. Vaibhav S. Mahajani (upto 21.09.2022)	Key management personnel	-	2.25
	Mrs. Savani A. Laddha	Key management personnel	4.50	4.50
	Dr. Ameet N. Dravid (w.e.f. 10.08.2022)	Key management personnel	4.50	2.88
	Mr. Heldt Oliver	Key management personnel	13.03	12.86
	Mr. Madan M. Godse (up to 01.02.2023)	Key management personnel	-	3.78
	Mr. Gautam V. Wakankar (w.e.f. 19.03.2022 up to 30.04.2023)	Key management personnel	-	0.70
	Mr. Suhas J. Ahirrao (w.e.f. 29.03.2023)	Key management personnel	4.50	-
	Ms. Apurva P. Joshi (w.e.f. 29.03.2023)	Key management personnel	4.50	-
	Mrs. Anagha S. Anasingaraju (w.e.f. 29.03.2023)	Key management personnel	4.50	-
	Mr. Tanmay M. Pethkar (w.e.f. 10.08.2023)	Key management personnel	0.57	-
2	**Trade payables**			
	Cams Technology Limited	Entities where KMP / RKMP have significant influence	18.70	23.18
	Core Power		13.36	-

Compensation of key managerial personnel of the Company

Particulars	31st March 2024	31st March 2023
Short term employee benefits (Gross salary)	971.59	975.88
Post employment benefits (PF+Superannuation)	83.09	64.20
Total compensation paid to key management personnel	**1,054.68**	**1,040.08**

The amounts disclosed in the table are the amounts recognized as an expense during the reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 34: SEGMENT INFORMATION

The Group is engaged in manufacturing of Camshafts. Based on similarity of activities/products, risk and reward structure, organisation structure and internal reporting systems, the Group has structured its operations into single operating segment; however based on the geographic distribution of activities, the chief operating decision make identified India and outside India as two reportable geographical segments.

Revenue from customers	31st March 2024	31st March 2023
Within India	39,880.86	34,521.75
Outside India		
Asia	7,075.32	7,469.45
Europe	35,534.66	52,585.12
Others	20,622.86	13,438.17
	63,232.84	73,492.74
Total revenue	**1,03,113.70**	**1,08,014.49**

The revenue information above is based on the locations of the customers.

There is no customer whose revenue constitutes 10% or more of the group's total revenue. Further details regarding major customers constitutre 10% or more of total revenue of each company within the group are disclosed in the respective financial statements.

Non-current operating assets*	31st March 2024	31st March 2023
Within India	31,128.34	30,218.93
Outside India		
Asia	-	-
Europe	4,678.52	9,931.39
Others	-	-
	4,678.52	**9,931.39**
Total revenue	**35,806.86**	**40,150.32**

* As defined in paragraph 33 (b) of Ind AS 108 "Operating segments" non current assets excludes financial instruments, deferred tax assets and post-employment benefit assets.

NOTE 35: FINANCIAL INSTRUMENTS - FAIR VALUES

Particulars of financial insturments by category of classification

Financial assets	31st March 2024		31st March 2023	
	Carried at FVTPL	Carried at amortised cost	Carried at FVTPL	Carried at amortised cost
Investments at FVTPL	22,510.18	-	17,744.36	-
Foreign exchange forward contracts	39.46	-	-	-
Other financial assets	-	507.17	-	646.60
Cash and cash equivalents	-	4,330.00	-	1,864.55
Term deposits with banks [short term + long term] & unclaimed dividend	-	4,745.98	-	4,307.43
Trade receivables	-	17,552.63	-	20,625.04
Total	**22,549.64**	**27,135.78**	**17,744.36**	**27,443.62**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Financial liabilities	31st March 2024		31st March 2023	
	Carried at FVTPL	Carried at amortised cost	Carried at FVTPL	Carried at amortised cost
Borrowings (including current maturities of long term borrowings)	-	10,246.98	-	9,288.03
Other financial liabilities	-	2,204.88	41.54	2,111.46
Lease liability	-	764.41	-	1,179.50
Trade payables	-	11,695.08	-	12,715.60
Total	**-**	**24,911.35**	**41.54**	**25,294.59**

NOTE 36: FAIR VALUE HIERARCHY

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

A) The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March 2024:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	31st March 2024	22,510.18	22,502.72	-	7.46
Foreign exchange forward contracts receivable	31st March 2024	39.46	-	39.46	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March 2023:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:					
Investments	31st March 2023	17,744.36	17,736.90	-	7.46

Quantitative disclosures fair value measurement hierarchy for liabilities as at 31st March 2023:

	Fair value measurement using				
	Date of valuation	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value:					
Foreign exchange forward contracts	31st March 2023	41.54	-	41.54	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of the quoted mutual funds are based on price (i.e. the NAV of the mutual funds) quotations at the reporting date.

The fair values of derivative forward contracts is determined using the marked-to-market valuation done by the banks.

The fair value of Level 3 is determined on the basis of best estimate & information available.

B) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that cash and cash equivalents (including term deposits), trade receivables, other receivables, lease receivables, trade payables, Short term borrowings, lease liability and other financial liabilities approximate their carrying amounts because of the short term nature of these financial instruments.

The amortized cost using effective interest rate (EIR) of non-current financial assets consisting of security deposit, and term deposit with more than 12 months and in case of non current financial liabilities consisting of long term borrowings and non current lease liability are not significantly different from the carrying amount.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

NOTE 37: GROUP INFORMATION

Information about subsidiary and step down subsidiaries

Name	Country of incorporation	Principal activities	% equity interest	
			31st March 2024	31st March 2023
PCL (International) Holding B.V.	Netherlands	Finance, marketing and sales	100%	100%
Memco Engineering Private Limited	India	Manufacturing of parts of diesel engine, break parts and parts of measuring instruments	100%	100%
MFT Motoren und Fahrzeugtechnik GmbH (Through Wholly owned subsidiary PCL (International) Holding B.V.)	Germany	Manufacturing of camshafts as well as prismatic components	100%	100%
Emoss Mobile Systems B.V., Netherlands (Through Wholly owned subsidiary PCL (International) Holding B.V.)	Netherlands	Designing, developing, producing and suppling complete electric powertrains for trucks, busses, military vehicles and heavy equipment	100%	100%

NOTE 38: EXCEPTIONAL ITEMS

Exceptional item for the year ended 31st March 2024 includes following:

Particulars	31st March 2024	31st March 2023
Write Back of advances received from customer on order cancellation	7,024.24	-
Write down of inventory to net realisable value in relation to the cancelled order	(3,650.04)	-
Impairment of property, plant and equipment	(1,545.01)	-
Net amount	**1,829.19**	**-**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 39: CAPITAL MANAGEMENT

For the purpose of the group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the group's capital management is to maximise the shareholder value and to ensure the group's ability to continue as a going concern. The group's manages its capital structure and makes adjustments for compliance with the requirements of the financial covenants. To maintain or adjust the capital structure, the group may adjust the dividend payment to shareholders, return capital to shareholders. The group's monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. Total debt comprises of long term and short term borrowing which represents term loans, packing credit and cash credit taken from banks and financial institution. The group's manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

	31st March 2024	31st March 2023
Borrowings (refer note 12)	10,246.98	9,288.03
Less: cash and cash equivalents (refer note 9)	(4,330.00)	(1,864.55)
Net debt (i)	5,916.98	7,423.48
Equity	74,834.97	71,652.42
Total equity (ii)	74,834.97	71,652.42
Overall financing (iii) = (i) + (ii)	80,751.95	79,075.90
Gearing ratio (i) / (iii)	**7.33%**	**9.39%**

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March 2024 and 31st March 2023.

NOTE 40: DIVIDEND DISTRIBUTION MADE AND PROPOSED

Particulars	31st March 2024	31st March 2023
Final dividend for the year ended on 31st March 2023 (₹ 1.00 per share)	949.86	-
Final dividend for the year ended on 31st March 2022 (₹ 1.10 per share)	-	1,044.84
	949.86	**1,044.84**

The Board of Directors of Holding Company, in their meeting on August 10, 2022, proposed a final dividend of ₹ 1.10 per equity share and the same was approved by the shareholders at the Annual General Meeting held on September 21, 2022. Subsequently, the dividend has been paid by the company in FY 2022-23.

The Board of Directors of Holding Company, in their meeting on May 26, 2023, proposed a final dividend of ₹ 1.00 per equity share and the same was approved by the shareholders at the Annual General Meeting held on July 26, 2023. Subsequently, the dividend has been paid by the company in current year.

The Board of Directors of Holding Company, in their meeting on 23rd May 2024, proposed a final dividend of ₹ 1.00 per equity share for the year ended 31st March 2024. The payment of dividend is subject to approval of shareholders at the ensuing Annual General Meeting of the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 41: FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings; trade and other payables, lease liability and other financial liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include loans, lease receivables trade and other receivables, investments in mutual funds and cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, and derivative financial instruments.

The sensitivity analysis in the following sections relate to the position as at 31st March 2024 and 31st March 2023.

The sensitivity analysis have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity and other post retirement obligations and provisions.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term and short-term debt obligations with floating interest rates.

Sensitivity

Year	Increase/decrease in basis points	Effect on profit before tax
31st March 2024	50.00	(45.76)
	-50.00	45.76
31st March 2023	50.00	(46.44)
	-50.00	46.44

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency) and borrowings of the Group.

When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

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for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Foreign currency exposure

Nature of Exposure	Currency	31st March 2024		31st March 2023	
		Amount in Curr	Amount in ₹	Amount in Curr	Amount in ₹
Trade receivables	USD	90.87	7,536.66	115.58	9,442.54
	EUR	3.21	286.17	9.50	843.21
Trade payables	USD	1.81	151.71	1.17	96.43
	EUR	0.50	45.47	0.25	22.14
	JPY	137.82	76.63	35.98	22.45
	GBP	-	-	0.02	2.46
Forward contract	USD	80.30	6,729.49	85.00	7,051.00
	EUR	2.46	222.33	1.60	146.74

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR, GBP and JPY exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The impact on the Group's pre-tax equity is due to changes in the fair value of forward exchange contracts designated as cash flow hedges and net investment hedges. The Group's exposure to foreign currency changes for all other currencies is not material.

Sensitivity

Year	Change in USD rate	Effect on profit before tax
31st March 2024	5%	705.72
	-5%	(705.72)
31st March 2023	5%	819.86
	-5%	(819.86)

Year	Change in EUR rate	Effect on profit before tax
31st March 2024	5%	500.09
	-5%	(500.09)
31st March 2023	5%	527.39
	-5%	(527.39)

Year	Change in GBP rate	Effect on profit before tax
31st March 2024	5%	-
	-5%	-
31st March 2023	5%	(0.12)
	-5%	0.12

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Year	Change in JPY rate	Effect on profit before tax
31st March 2024	5%	(3.83)
	-5%	3.83
31st March 2023	5%	(1.12)
	-5%	1.12

Commodity risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing manufacture of Camshafts, parts of diesel engine, break parts and parts of measuring instruments and therefore require a continuous supply majorly of Pig iron, MS Scrap, Resin coated sand and steel bars.

The Group's exposure to the risk of exchange in key raw material prices are mitigated by the fact that the price increases/ decreases from the vendors are passed on to the customers based on understanding with the customers. Hence the fluctuation of prices of key raw materials do not materially affect the consolidated statement of profit and loss. Also as at 31st March 2024, there were no open purchase commitments/ pending material purchase order in respect of key raw materials.

Accordingly, no sensitivity analysis have been performed by the management.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 8. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy.

The investment of surplus funds is made in mutual funds and fixed deposits which are approved by the director.

The Group's maximum exposure to credit risk for the components of the balance sheet at 31st March 2024 and 31st March 2023 is the carrying amounts as illustrated in note 9.

Liquidity risk

Liquidity risk is the risk that the group's will not be able to meet its financial obligation as they become due. The group's manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liability when due.

The table below summarises the maturity profile of the company's financial liabilities:

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for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended 31st March 2024				
Non current borrowings	-	663.12	-	663.12
Current borrowings	9,583.86	-	-	9,583.86
Lease liability	384.10	380.31	-	764.41
Other financial liabilities	2,204.88	-	-	2,204.88
Trade payables	11,695.08	-	-	11,695.08
	23,867.92	**1,043.43**	**-**	**24,911.35**

Particulars	Less than 1 year	1 to 5 years	> 5 years	Total
Year ended 31st March 2023				
Non current borrowings	-	1,796.92	-	1,796.92
Current borrowings	7,491.11	-	-	7,491.11
Lease liability	428.81	750.69	-	1,179.50
Other financial liabilities	2,153.00	-	-	2,153.00
Trade payables	12,715.60	-	-	12,715.60
	22,788.52	**2,547.61**	**-**	**25,336.13**

NOTE 42: ADDITIONAL INFORMATION REQUIRED BY SCHEDULE III OF THE COMPANIES ACT 2013.

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income (OCI)		Share in total comprehensive income (TCI)	
	As % of conso. net assets	Amount	As % of conso. P&L	Amount	As % of conso. OCI	Amount	As % of TCI	Amount
Parent								
Precision Camshafts Limited (including effect of consolidation elimination and adjustment effects)	118.91%	88,983.42	194.31%	7,840.99	42.56%	41.47	190.73%	7,882.46
Subsidiaries								
Indian:								
1. Memco Engineering Private Limited	3.46%	2,586.38	-0.57%	(22.98)	-7.35%	(7.16)	-0.73%	(30.14)
Foreign:								
2. PCL (International) Holding B.V. (Consolidated)	-3.23%	(2,415.77)	-93.09%	(3,756.35)	64.80%	63.15	-89.36%	(3,693.20)
Consolidation elimination and adjustment effects	-19.14%	(14,319.06)	-0.65%	(26.35)	-0.01%	(0.01)	-0.64%	(26.36)
Total	**100.00%**	**74,834.97**	**100.00%**	**4,035.31**	**100.00%**	**97.45**	**100.00%**	**4,132.76**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 43 : LEASES WHERE COMPANY IS A LESSEE

Changes in the carrying value of right-of-use assets

Particulars	Asset Class 1 (Land and Building)
Balance as at 1st April 2022	1,296.12
Additions	180.91
Deletion	-
Depreciation	(429.07)
Foreign Curreny translation reserve	48.41
Balance as at 31st March 2023	1,096.37
Additions	270.00
Deletion	(215.56)
Depreciation	(474.29)
Foreign Curreny translation reserve	6.73
Balance as at 31st March 2024	683.26

Changes in the Lease liabilities

Particulars	Category of ROU Asset
	Land and Building
Balance as at 1st April 2022	**1,353.94**
Movement during the year	(174.44)
Balance as at 31st March 2023	**1,179.50**
Movement during the year	(415.10)
Balance as at 31st March 2024	**764.40**

Break-up of current and non-current lease liabilities

Particulars	31st March 2024	31st March 2023
Current lease liabilities	384.10	428.81
Non-current lease liabilities	380.31	750.69

Maturity analysis of lease liabilities

Particulars	31st March 2024	31st March 2023
Less than one year	384.10	428.81
One to five years	380.31	750.69
More than five years	-	-
Total	**764.41**	**1,179.50**

Amounts recognised in statement of profit and loss account

Particulars	31st March 2024	31st March 2023
Interest on lease liabilities	42.77	49.05
Depreciation on ROU asset	474.29	429.07
Total	517.06	478.12

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Amounts recognised in statement of cash flows

Particulars	31st March 2024	31st March 2023
Total Cash outflow for leases	415.10	174.43

NOTE 44 : LEASES WHERE GROUP IS A LESSOR

During current year, the Holding Company has given 5 Electric Vehicles on finance lease to "Log9 Mobility Private Limited" for a period of 7 years. Lease Rentals will be received in accordance with the rentals specified in the Schedule. Lease Receivable has been recognised in the books of accounts by the Holding Company at Net investment in Lease* by derecognising the asset shown in the books of accounts in accordance with the requirements of IND AS 116.

*Net investment in Lease= Present value of Lease payments using Lessor's Internal rate of return

(i) Amounts recognised for Finance Lease

Particulars	31st March 2024	31st March 2023
- Selling profit or loss	10.06	-
- Finance income on the net investment in the lease	1.38	-
- Income from variable lease payments	-	-

(ii) Maturity analysis on lease payments receivable

Particulars	31st March 2024	31st March 2023
Less than one year	12.88	-
One to five years	44.35	-
More than five years	23.66	-

NOTE 45 : AGEING OF CWIP

(a) For Capital-work-in progress ageing schedule

31st March 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,671.39	-	96.92	-	2,768.31
Projects temporarily suspended	-	-	-	-	-

31st March 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4,920.86	3,206.49	-	-	**8,127.35**
Projects temporarily suspended	-	-	-	-	**-**

(b) i) 31st March 2024

There are no projects as Capital Work in Progess as at 31st March 2024, whose completion is overdue or cost of which has exceeds in comparison to its original plan.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii) 31st March 2023

In case of the following projects (CWIP), where completion is overdue or has exceeded its cost compared to its original plan:

CWIP	To be completed in				Remarks
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress (here the completion is overdue and the cost is exceeded compared to its original plan)	5,886.17	-	-	-	Approval has been obtained with respect to additional cost in the Audit Committee Meeting held on March 15, 2023 Also, certain approvals have been pending from authorities resulting in delay in capitalisation. The same has been capitased by the Holding Company in FY 23-24.

NOTE 46 : AGEING OF INTANGIBLE ASSET UNDER DEVELOPMENT

(a) Intangible assets under development ageing schedule

31st March 2024

Intangible assets under development	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	2,671.39	-	96.92	-	2,768.31
Projects temporarily suspended	-	-	-	-	-

31st March 2023

Intangible assets under development	Amount in Intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	45.00	-	-	45.00
Projects temporarily suspended	-	-	-	-	-

(b) In case of the following projects (IAUD), where completion is overdue or has exceeded its cost compared to its original plan:

31st March 2023

CWIP	To be completed in				Remarks
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress (here the completion is overdue)	45.00	-	-	-	There are certain technical issues relating to implementation of SAP, resulting in delay in capitalisation. This has been written off by the Holding Company in FY 23-24.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 47 : RECONCILIATION OF QUARTERLY RETURNS OR STATEMENTS OF CURRENT ASSETS FILED BY THE HOLDING COMPANY WITH BANKS :

31st March 2024

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-23	Bank of India and Bank of Baroda	Trade Receivables	15,315.78	20,277.20	(4,961.42)	The difference is due to the submission to the Banks were made before financial reporting closure process
		Trade Payables *	7,599.57	8,064.80	(465.23)	
		Inventories	6,185.95	2,737.28	3,448.67	
Sep-23	Bank of India and Bank of Baroda	Trade Receivables	14,854.63	19,741.95	(4,887.32)	
		Trade Payables *	7,002.53	6,849.46	153.07	
		Inventories	6,749.81	3,457.44	3,292.37	
Dec-23	Bank of India and Bank of Baroda	Trade Receivables	13,500.48	19,585.84	(6,085.36)	
		Trade Payables *	7,220.64	7,077.33	143.31	
		Inventories	7,846.69	3,320.35	4,526.34	
Mar-24	Bank of India and Bank of Baroda	Trade Receivables	13,603.51	19,477.80	(5,874.29)	
		Trade Payables *	7,770.93	7,618.76	152.17	
		Inventories	7,801.89	3,749.25	4,052.64	

31st March 2023

Quarter	Name of bank	Particulars of Securities Provided	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancies
Jun-22	Bank of India and Bank of Baroda	Trade Receivables	13,682.97	18,135.24	(4,452.27)	The difference is due to the submission to the Banks were made before financial reporting closure process
		Trade Payables *	7,689.94	7,570.25	119.69	
		Inventories	6,928.58	2,614.18	4,314.40	
Sep-22	Bank of India and Bank of Baroda	Trade Receivables	12,751.81	17,574.10	(4,822.29)	
		Trade Payables *	6,798.50	6,708.54	89.96	
		Inventories	6,815.68	2,783.59	4,032.09	
Dec-22	Bank of India and Bank of Baroda	Trade Receivables	12,793.52	18,506.22	(5,712.70)	
		Trade Payables *	7,120.94	6,884.86	236.08	
		Inventories	7,082.63	2,858.85	4,223.78	
Mar-23	Bank of India and Bank of Baroda	Trade Receivables	14,455.83	19,645.73	(5,189.90)	
		Trade Payables *	8,388.18	8,255.97	132.21	
		Inventories	6,810.99	2,837.19	3,973.80	

* Excluding provision for expenses and including capital payables

NOTE 48 : DETAILS OF BENAMI PROPERTY HELD

The group does not have any benami property, where any proceeding has been initiated or pending against the group for holding any benami property.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 49 : WILFUL DEFAULTER

The group has not being declared as wilful defaluter by any bank or financials instiution or any government authority.

NOTE 50 : RELATIONSHIP WITH STRUCK OFF COMPANIES UNDER SECTION 248 OF THE COMPANIES ACT, 2013 OR SECTION 560 OF COMPANIES ACT, 1956.

The group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

NOTE 51 : REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

The group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

NOTE 52 : COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

NOTE 53 : UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM:

(i) The group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(ii) The group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries,

NOTE 54 : UNDISCLOSED INCOME

The group does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year and previous year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

NOTE 55 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY:

The group has not traded or invested in crypto currency or virtual currency during the financial year.

NOTE 56 : SOCIAL SECURITY CODE

The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued. The Group will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published. Based on a preliminary assessment, the group believes the impact of the change will not be significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the Year ended 31st March 2024 (Contd.)

(All amounts are in ₹ Lakhs, unless otherwise stated)

NOTE 57 : PREVIOUS YEAR COMPARATIVES

Previous year's figures have been regrouped/reclassified, where necessary, to correspond with the current year's classification/ disclosure.

NOTE 58 : EVENTS AFTER THE REPORTING PERIOD

No Significant Subsequent events have been observed which may require an adjustments to the financial statements.

The accompanying notes are an integral part of the financial statements.

As per our report attached of even date

For **M S K A & Associates**
Chartered Accountants
ICAI Firm Reg No: 105047W

For and on behalf of the Board of Directors of
Precision Camshafts Limited
CIN : L24231PN1992PLC067126

Nitin Manohar Jumani	**Yatin S. Shah**	**Ravindra R. Joshi**	**Karan Y. Shah**	**Tanmay M. Pethkar**
Partner	Managing Director	Whole-time Director & CFO	Whole-time Director	Company Secretary
Membership Number: 111700	DIN. 00318140	DIN. 03338134	DIN. 07985441	Membership Number: A53618
Place: Pune	Place: Solapur	Place: Solapur	Place: Solapur	Place: Pune
Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024	Date: 23rd May 2024

PRECISION CAMSHAFTS LIMITED
CIN: L24231PN1992PLC067126
Regd. Office: E 102/103, M.I.D.C., Akkalkot Road, Solapur - 413006. Maharashtra, India.
Tel.: +91 -9168646536/37Fax: +91 (217) 2357645
Website: www.pclindia.in E-mail: info@pclindia.in;

Date: 23rd May 2024

Dear Members,

You are cordially invited to attend the 32nd Annual General Meeting (AGM) of Precision Camshafts Limited ('the Company') which is scheduled to be held on Friday, 26th July 2024 at 3.00 PM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Notice of the meeting, containing business to be transacted, along with Explanatory Statement thereon is enclosed herewith.

As per Section 108 of the Companies Act 2013, read with the relevant Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before and during the meeting. The instructions for e-voting are enclosed herewith in AGM Notice.

Yours Sincerely,
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Enclosures-

- Notice of the 32nd AGM.
- Instructions for members for remote e-voting and joining Annual General Meeting.
- Instructions for members for e-voting on the day of the Annual General Meeting.
- Instructions for members for attending the Annual General Meeting through VC/OAVM.
- Explanatory Statement as per Section 102 of the Companies Act, 2013.

NOTICE

NOTICE is given that the 32nd Annual General Meeting (AGM) of the members of Precision Camshafts Limited will be held on Friday, 26th July 2024 at 3.00 PM (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt: -

(a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2024 including Reports of the Board of Directors and Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024 including the Reports of the Auditors thereon.

2. To declare final dividend of ₹ 1 per equity share of ₹ 10/- each for the Financial Year ended 31st March 2024.

3. To appoint a director in place of Dr. Suhasini Y. Shah (02168705) who retires by rotation, and being eligible, offers herself for re-appointment.

4. To consider re-appointment of M/S MSKA & Associates, Chartered Accountants as Statutory Auditors of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactments(s) thereof for the time being in force) and pursuant to recommendations of Audit Committee and Board of Directors of the Company, M/s MSKA & Associates, Chartered Accountants (Firm Reg No :105047W) be and are hereby re-appointed as Statutory Auditors of the Company for a further term of 5(Five) years to conduct the Statutory Audit From FY 2024-25 to FY 2028-2029 and to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting held for FY 2028-2029, on such remuneration, as may be mutually agreed between the Board/ Audit Committee and the Auditors.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is, hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies."

SPECIAL BUSINESS

5. TO RATIFY THE REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31st MARCH 2025.

To consider and if thought fit, to pass with or without modification(s), the following resolution(s) as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the members of the Company hereby ratify the remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus taxes thereon, and out-of-pocket expenses incurred in connection with the audit, if any, chargeable extra on actual basis, payable to M/s. S. V. Vhatte & Associates, Cost Accountants (Membership No: 7501 Firm Registration No. 100280) who have been appointed as Cost Auditors by the Board of Directors of the Company, to conduct cost audit of the cost records of the Company for the Financial Year ending 31st March 2025.

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof) be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

6. RE-APPOINTMENT OF DR. AMEET N. DRAVID (DIN: 06806783) AS AN INDEPENDENT DIRECTOR:

To consider and pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors Dr. Ameet N. Dravid (DIN **06806783**), who was appointed as an Independent Director and whose term of office ends on 9th August 2024 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years commencing from 10th August 2024 to 9th August 2027.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

7. RE-APPOINTMENT OF MS. APURVA P. JOSHI (DIN: 06608172) AS AN INDEPENDENT DIRECTOR:

To consider and pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors Ms. Apurva P. Joshi (DIN **06608172**), who was appointed as an Independent Director and whose term of office ends on 30th September 2024 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years commencing from 1st October 2024 to 30th September 2027.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

8. RE-APPOINTMENT OF MR. SUHAS J. AHIRRAO (DIN:10090429) AS AN INDEPENDENT DIRECTOR:

To consider and pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors Mr. Suhas J. Ahirrao (DIN **10090429**), who was appointed as an Independent Director and whose term of office ends on 30th September 2024 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years commencing from 1st October 2024 to 30th September 2027.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

9. RE-APPOINTMENT OF MRS. ANAGHA S. ANASINGARAJU (DIN: 02513563) AS AN INDEPENDENT DIRECTOR:

To consider and pass, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation of the Nomination &

Remuneration Committee and the Board of Directors Mrs. Anagha S. Anasingaraju (DIN **02513563**), who was appointed as an Independent Director and whose term of office ends on 30th September 2024 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 3 (three) consecutive years commencing from 1st October 2024 to 30th September 2027.

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

10. SHIFTING OF REGISTERED OFFICE OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution: -**

"RESOLVED THAT pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for shifting the Registered Office of the Company from **E 102/103 MIDC Akkalkot Road, Solapur, Maharashtra, India, 413006** to **D5 M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255.**

RESOLVED FURTHER THAT any one of the Board of Directors or the Company Secretary, be and is hereby authorised to do or to authorise any person to do all such acts, deeds, matters and things as may be considered necessary, relevant, usual, customary, proper and/ or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

CIN : L24231PN1992PLC067126
Website : www.pclindia.in
E-mail ID: cs@pclindia.in

Registered Office
E 102/103 MIDC
Akkalkot road, Solapur-413006,
Maharashtra, India
Phone: +91 9168646536/37

Corporate Office:
D-5 Chincholi, MIDC, Solapur-413255,
Maharashtra, India
Phone: +91 9168646531/32/33

Pune Office
3rd Floor "Kohinoor B Zone Baner"
Mumbai- Bangalore Highway Baner
Pune 411045

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the "Act"), setting out the material facts for each item of special business mentioned in items enumerated above of the Notice to be transacted at the Annual General Meeting ("AGM") is annexed and forms an integral part of the Notice.

2. In terms of the MCA and SEBI Circulars, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

3. In terms of the MCA and SEBI Circulars, the Annual General Meeting is conducted through VC/OAVM, and since physical attendance of member is dispensed with, there is no requirement of appointment of proxies. Therefore, the facility for appointment of Proxy by the Members is not available for this AGM and hence Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. Members attending through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. In accordance with the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), read with clarification/guidance note on applicability of Secretarial Standards – 1 and 2, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be deemed to be the venue of the AGM.

5. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of Tax at Source (TDS) will be made within the statutory time limit. As it is important for the Company to receive the relevant information from members to determine the rate of tax deduction, the members are requested to furnish relevant documentation in the prescribed manner on the portal of Registrar and Transfer Agent ("RTA") on or before cut-off date i.e. **Friday, 19th July 2024**. The applicable TDS rate for dividends and documents to be furnished by each category of members is given in the **Annexure II**. The format of relevant documents can be downloaded at Forms for TDS. The relevant documents can be uploaded on the RTA's portal at https://web.linkintime.co.in. The information given in the Annexure may not be exhaustive and the members should evaluate on their own about the category for which they should furnish the documents. In absence of all the relevant documents, the Company shall determine TDS rate based on information available with the RTA (for shares held in physical form) and the Depository Participants ("DPs") (for shares held in dematerialised form). Please note that the duly completed & signed documents should be uploaded on the portal of the RTA on or before 18th July 2024 Ambiguous, incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/deduction shall be considered after the above-mentioned date & time. Members are also requested to update changes in their Residential Status, if any, with the RTA (for shares held in physical form) & the DPs (for shares held in dematerialised form), along with the supporting documents. If the Permanent Account Number ("PAN") is not as per the database of the Income-tax portal, it would be considered as an invalid PAN. Further, individual members are requested to link their Aadhaar number with the PAN. In case, TDS is deducted at a higher rate in the absence of receipt of the specified details/documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return, only in case your valid PAN is registered with the RTA (for shares held in physical form) and the DPs (for shares held in dematerialised form). No claim shall lie against the Company for such taxes deducted. Members should note that any document/form not uploaded on the portal will not be considered for the purpose of processing and shall be rejected, therefore, it should be uploaded on the portal only. In case of any queries, please write to us at tds.dividend@pclindia.in or rnt.helpdesk@linkintime.co.in.

6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and relevant MCA circulars and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency.

9. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their Depository Participant (DP) only and not to the Company or its Registrar and Transfer Agent. Any such changes effected by the DPs will automatically reflect in The Company's subsequent records.

10. The Company's Registrar and Transfer Agent for its Share Registry work (physical and electronic) is Link Intime India Private Limited (Block No. 202, Akshay Complex, 2nd floor, near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001).

11. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company.

12. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 and various circulars issued by the Company from time to time.

ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

13. In accordance with, the General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 02/2021 dated 13th January, 2021 and General Circular No. 10/2022 dated 28th December 2022 issued by MCA and Circular No. SEBI /HO /CFD /CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/ 2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5th January 2023 issued by SEBI, the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), including the Notice of AGM are being sent only in electronic mode to Members whose e-mail address is registered with the Company/Registrar and Transfer Agent ("RTA") or Depository Participant(s) ("DP"). The Company will not be dispatching physical copies of such statements and Notice of AGM to any member.

14. Members are requested to register their email address, in respect of their demat holding with their respective DP's.

15. A copy of the Notice of this AGM along with Annual Report for the FY 2023-24, is available on the website of the Company at https://www.pclindia.in and on the website of Stock Exchanges i.e. BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, 23rd July 2024 at 9:00 A.M. (IST) and ends on Thursday, 25th July 2024 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 19th July 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 19th July 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System My easi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System My easi Tab and then click on registration option.

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login.

   Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

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

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

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to jbbhave@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in

the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@pclindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@pclindia.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December 2023 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@pclindia.in. The same will be replied by the Company suitably.

PROCEDURE FOR SPEAKER REGISTRATION, SUBMISSION OF QUESTIONS / QUERIES:

1. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, members are requested to express their views/send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number, their queries/views/questions at cs@pclindia.in.
2. Members holding shares as on the cut-off date i.e. **Friday, 19th July 2024** and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers by sending an email to cs@pclindia.in during, **Friday, 19rd July 2024 at 9:00 A.M. (IST) upto Sunday, 21st July 2024 at 05:00 P.M. (IST).** Those members who have registered themselves as speaker will only be allowed to speak/express their views/ask questions during the AGM.
3. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

EXPLANATORY STATEMENT AS PER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

TO CONSIDER RE-APPOINTMENT OF M/S MSKA & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY

M/s MSKA & Associates, Chartered Accountants (Firm Reg No :105047W) (hereinafter referred to as "MSKA") were appointed as statutory auditors of the Company, for a period of 5 years, to hold office from FY 2019-2020 to FY 2023-2024. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions. The Company can appoint or reappoint an audit firm as statutory auditors for not more than 2 (two) terms of 5 (five) consecutive years. MSKA is eligible for reappointment for a further period of five years.

Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on 23rd May 2024, approved the reappointment of MSKA as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from the conclusion of the 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting of the Company to be held for the FY 2028-29. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

MSKA have consented to the aforesaid re-appointment and confirmed that their appointment, if made, will be accordance with the provisions of section 139, 141 and other relevant provisions of the Companies Act, 2013 and rules made thereunder.

Details as required under regulation 36 (5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

- The fee proposed to be paid to MSKA towards the statutory audit for the FY 2024-25 shall not exceed 35,00,000/-, plus out of pocket expenses, with the authority of Board of Directors to make revision as it may deem fit for the balance term, based on the recommendation of Audit Committee.

  The fee for services in the nature of statutory certifications and other permissible non-audit services will be in addition to the statutory audit fee as above and will be decided by the management in consultation with the Statutory Auditors. The provision of such permissible non-audit services will be reviewed and approved by the Audit Committee.

- The Audit Committee and the Board of Directors, while recommending the appointment of MSKA as the statutory auditor, have considered, among other things, the credential of the firm and eligibility criteria prescribed under the act.

Brief Profile of MSKA

Established in 1978, MSKA & Associates, an Indian partnership firm registered with the Institute of Chartered Accountants of India (ICAI) and the PCAOB (US Public Company Accountancy Oversight Board). MSKA & Associates offers a wide range of services in Audit Assurance, Tax and Advisory domain led by industry experts with deep knowledge pockets and driven by a commitment, to deliver – quality services to all clients.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

The Board recommends the Resolution set out in Item No. 4 for approval of members as ordinary resolution.

Item No. 5

RATIFICATION OF REMUNERATION TO M/S. S. V. VHATTE & ASSOCIATES, COST ACCOUNTANTS AS COST AUDITOR:

The Board of Directors of the Company in their meeting held on 23rd May 2023, approved the appointment and remuneration of M/s S. V. Vhatte & Associates, Cost Accountants [Firm Registration No.: 100280] as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the FY 2024-25 at a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus taxes thereon and out-of-pocket expenses to be incurred during the Audit, subject to the approval of members at General Meeting.

In terms of the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the members of the Company.

The Directors recommend that the remuneration payable to the Cost Auditor in terms of the resolution set out at Item No. 5 of the Notice be ratified by the members.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Resolution set out in Item No. 5 for approval of members as an ordinary resolution.

Item No. 6

RE-APPOINTMENT OF DR. AMEET N. DRAVID (DIN: 06806783) AS AN INDEPENDENT DIRECTOR:

Dr. Ameet N. Dravid (DIN: **06806783**) is currently an Independent Director of the Company. Dr. Dravid was appointed as an Independent Director of the Company by the Members at the 30th Annual General Meeting of the Company held on 21st September 2022 to hold office to hold office for a term up to 9th August 2024 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 23rd May 2024, proposed the re-appointment of Dr. Ameet N. Dravid as an Independent Director of the Company for a second term of 3 (Three) Years commencing from 10th August 2024 to 9th August 2027 not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Dr. Ameet N. Dravid is a doctor by profession. He is a M.D (Internal Medicine) and has more than 12 years of experience in clinical care and treatment of HIV infected individuals in 3 private sector, tertiary level hospitals in Pune, Western India. He has been involved in clinical care and laboratory research related to HIV and the CNS; antiretroviral therapy related long term co-morbidities; HIV associated Tuberculosis and Tropical infectious diseases. He has also published research manuscripts and posters highlighting these issues facing HIV infected patients in resource limited settings like India in national and international fora. He is also a Director in VMK Precision Pharma LLP and VMK Diagnostics Private Limited which gave access to life saving antiretroviral drugs and critical laboratory blood investigations extremely affordable to HIV infected patients in Pune, India. He is also a director in two Section 8 Companies, registered under the provisions of Companies Act, 2013, Sanvedana Medicine Sans Discrimination Foundation (SMSDF) and Young Doctors' League Foundation (YDLF). SMSDF is providing medical aid to poor and needy patients at minimal cost and YDLF is organising various sports activities for young doctors in Pune and India.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Dr. Ameet N. Dravid's qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Dr. Dravid continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

A notice has been received from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Dr. Ameet N. Dravid as a candidate for the office of Director. Company has received a declaration from Dr. Dravid confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Dr. Dravid has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Dr. Dravid has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Dr. Dravid has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Dr. Dravid has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Dr. Dravid fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Dr. Dravid as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The relevant details pursuant to Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India are provided in the "Annexure 1" to the Notice.

None of the Directors, Key Managerial Personnel and their relatives other than Dr. Dravid and his relatives, are in any way, concerned or interested in the Item no. 6 of the notice.

The Board recommends the Resolution set out in Item No. 6 for approval of shareholders as Special resolution.

Item No. 7

RE-APPOINTMENT OF MS. APURVA P. JOSHI (DIN: 06608172) AS AN INDEPENDENT DIRECTOR

Ms. Apurva P. Joshi (DIN: **06608172**) is currently an Independent Director of the Company. Ms. Apurva was appointed as an Independent Director of the Company by the Members vide postal ballot dated 12th May 2023 to hold office to hold office for a term up to 30th September 2024 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 23rd May 2024, proposed the re-appointment of Ms. Apurva as an Independent Director of the Company for a second term of 3 (Three) Years commencing from 1st October 2024 to 30th September 2027 not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms Apurva P. Joshi holds a bachelor's degree in commerce from University of Pune. She has passed the executive programme of Institute of Company Secretaries of India (ICSI) and the profession competence exam conducted by Institute of Chartered Accountant of India (ICAI). She has completed a certified bank forensic accounting course, certified forensic accounting professional course and anti-money laundering expert course conducted by India forensic. She has participated in the programme of management consultancy for acquiring and retaining clients hosted by the Indian Institute of Management, Bangalore. She has authored book 'Students' Handbook on 'Forensic Accounting'. She was also one of the 10 entrepreneurs who were featured in book Arise Awake, written by Rashmi Bansal. Due to her vast experience and expertise in various fields she has also been awarded Honorary Doctor of Letters (D.Litt.) from University of South America.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Apurva's qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Apurva continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

A notice has been received from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Ms. Apurva as a candidate for the office of Director. Company has received a declaration from Ms. Apurva confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Apurva has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Apurva has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Apurva has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Ms. Apurva has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Ms. Apurva fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Apurva as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The relevant details pursuant to Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India are provided in the "Annexure 1" to the Notice.

None of the Directors, Key Managerial Personnel and their relatives other than Ms. Apurva and her relatives, are in any way, concerned or interested in the Item no. 7 of the notice.

The Board recommends the Resolution set out in Item No. 7 for approval of shareholders as Special resolution.

Item No. 8

RE-APPOINTMENT OF MR. SUHAS J. AHIRRAO (DIN:10090429) AS AN INDEPENDENT DIRECTOR:

Mr. Suhas J. Ahirrao (DIN: **10090429**) is currently an Independent Director of the Company. He was appointed as an Independent Director of the Company by the Members vide postal ballot dated 12th May 2023 to hold office to hold office for a term up to 30th September 2024 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 23rd May 2024, proposed the re-appointment of Mr. Suhas J. Ahirrao as an Independent Director of the Company for a second term of 3 (Three) Years commencing from 1st October 2024 to 30th September 2027 not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Suhas J. Ahirrao (DIN: 10090429) is a fellow member of Institute of Chartered Accountant of India (ICAI) with 41 years of versatile experience as Statutory Auditor, Management Auditor, Financial Advisor, Investment Consultant with additional expertise in Direct and Indirect Taxation. He is also skilled in the areas of Management Auditing, Procurement and sourcing, General Management, Finance and Investment Advisor, Liaison with Government Officials and Bankers. Mr. Rao is also working as Financial Advisor of reputed Specialty Chemical Company in Pune.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Suhas J. Ahirrao's qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mr. Suhas J. Ahirrao continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

A notice has been received from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Suhas J. Ahirrao as a candidate for the office of Director. Company has received a declaration from him confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Suhas J. Ahirrao has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge his duties. Mr. Suhas J. Ahirrao has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Suhas J. Ahirrao has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mr. Suhas J. Ahirrao has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mr. Suhas J. Ahirrao fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Suhas J. Ahirrao as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The relevant details pursuant to Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India are provided in the "Annexure 1" to the Notice.

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Suhas J. Ahirrao and his relatives, are in any way, concerned or interested in the Item no. 8 of the notice.

The Board recommends the Resolution set out in Item No. 8 for approval of shareholders as a Special resolution.

Item No. 9

RE-APPOINTMENT OF MRS. ANAGHA S. ANASINGARAJU (DIN: 02513563) AS AN INDEPENDENT DIRECTOR

Mrs. Anagha S. Anasingaraju (DIN: 02513563) is currently an Independent Director of the Company. Mrs. Anagha S. Anasingaraju was appointed as an Independent Director of the Company by the Members vide postal ballot dated 12th May 2023 to hold office to hold office for a term up to 30th September 2024 and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 23rd May 2024, proposed the re-appointment of Mrs. Anagha S. Anasingaraju as an Independent Director of the Company for a second term of 3 (Three) Years commencing from 1st October 2024 to 30th September 2027, not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mrs. Anagha S. Anasingaraju (DIN: 02513563) is a fellow member of Institute of Company Secretaries of India (ICSI) and a Practicing Company Secretary by profession. She has professional experience of 16 years. Her areas of practice are Company Law Procedures and IBC related advisory Services. She is also acting as a woman director in various of Companies.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mrs. Anagha S. Anasingaraju qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mrs. Anagha S. Anasingaraju's continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

A notice has been received from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mrs. Anagha S. Anasingaraju as a candidate for the office of Director. Company has received a declaration from Mrs. Anagha S. Anasingaraju confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mrs. Anagha S. Anasingaraju has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Mrs. Anagha S. Anasingaraju has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mrs. Anagha S. Anasingaraju has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mrs. Anagha S. Anasingaraju has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mrs. Anagha S. Anasingaraju fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mrs. Anagha S. Anasingaraju as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The relevant details pursuant to Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India are provided in the "Annexure 1" to the Notice.

None of the Directors, Key Managerial Personnel and their relatives other than Mrs. Anagha S. Anasingaraju and her relatives, are in any way, concerned or interested in the Item no. 9 of the notice.

The Board recommends the Resolution set out in Item No. 9 for approval of shareholders as Special resolution.

Item No. 10

SHIFTING OF REGISTERED OFFICE OF THE COMPANY

Presently, the Company's Registered Office is located at E 102/103 MIDC Akkalkot Road, Solapur, Maharashtra, India, 413006. The Board of Directors of your Company at

their meeting held on 23rd May 2024 has decided to shift the Registered Office of the Company from the 'E 102/103 MIDC AKKALKOT ROAD, SOLAPUR, Maharashtra, India, 413006' to 'D5 M.I.D.C. Chincholi, Solapur, Maharashtra, India, 413255' subject to the approval of the members by way of a special resolution, in order to carry on the business of the Company more economically and efficiently and with better operational convenience.

As per provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the Members by way of a Special Resolution. Therefore, the Board recommends the Resolution as set out in Item No. 10 for approval of the Members as a Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives, are in any way, concerned or interested in the Item no. 10 of the notice.

The Board recommends the Resolution set out in Item No. 10 for approval of shareholders as a Special resolution.

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

ANNEXURE I TO ITEM NO. 06, 07,08 AND 09 OF THE NOTICE

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, following information is furnished about the Director proposed to be re-appointed:

Name of Director	**Dr. Ameet N. Dravid**	**Ms. Apurva P. Joshi**	**Mr. Suhas J. Ahirrao**	**Mrs. Anagha S. Anasingaraju**
DIN	06806783	06608172	10090429	02513563
Age	42 years	34 Years	66 Years	46 Years
Date of First Appointment	10th August 2022	29th March 2023	29th March 2023	29th March 2023
Qualifications	M.D (Internal Medicine)	Certified Management Consultant	Chartered Accountant	Company Secretary
Relationship with Directors	NIL	NIL	NIL	NIL
Experience (including Expertise in Specific area/ Brief Resume)	Dr. Ameet N. Dravid is a doctor by profession. He is a M.D (Internal Medicine) and has more than 12 years of experience in clinical care and treatment of HIV infected individuals in 3 private sector, tertiary level hospitals in Pune, Western India	Ms. Apurva P. Joshi has more than 13 years of experience in the field of bank forensic accounting, forensic accounting and anti-money laundering.	Mr. Suhas J. Ahirrao has 41 years of versatile experience as Statutory Auditor, Management Auditor, Financial Advisor, Investment Consultant with additional expertise in Direct and Indirect Taxation.	Mrs. Anagha S. Anasingaraju has professional experience of 16 years in the field of Company Law and IBC related advisory Services.
Number of Board Meetings attended during the year	5	5	6	5
Directorship of Other Board as on date of notice	4 Companies	7 Companies	NIL	7 Companies
Membership/Chairmanship of Committee of other Boards as on date of notice	Membership of 3 Committees.	Membership of 8 Committees (Audit and Stakeholder relationship committee) and Chairpersonship of 2 Committees (Audit and Stakeholder relationship Committee)	NIL	Membership of 2 Committees.
Terms and Conditions of re-appointment	As per Company's Policy on appointment of Independent Director	As per Company's Policy on appointment of Independent Director	As per Company's Policy on appointment of Independent Director	As per Company's Policy on appointment of Independent Director
Remuneration last drawn (including sitting fees, if any)	5,00,000	5,00,000	5,00,000	5,00,000
Remuneration proposed to be paid	As may be decided by the Board of Directors.	As may be decided by the Board of Directors.	As may be decided by the Board of Directors.	As may be decided by the Board of Directors.
Number of Shares held in the Company as on the date of notice.	NA	NA	NA	NA

By the Order of the Board of Directors
For **Precision Camshafts Limited**

Yatin S. Shah
Chairman and Managing Director
DIN: 00318140

Date: 23rd May 2024
Place: Solapur

ANNEXURE II – TDS ON DIVIDEND

Companies paying dividend are required to withhold tax at the applicable tax rates (unless otherwise exempted, TDS rate is 10% for resident members with valid PAN, 20% for resident members without PAN or invalid PAN and rates prescribed under the Act or Tax Treaty, read with Multilateral Instruments, if applicable, for non-resident members). **No withholding of tax is applicable** if the dividend payable to resident individual members is less than ₹ 5,000/- p.a.

Section 206AB has been introduced by the Finance Act, 2021, whereby TDS will be higher of the following:

i. Twice the rate specified in the relevant provision of the Act; or

ii. Twice the rate or rates in force; or

iii. the rate of 5%;

in case a person has not filed his/her Return of Income for each of the two preceding financial years and the aggregate of TDS including Tax Collected at Source ("TCS") in his/her case is ₹ 50,000/- or more in each of these two financial years. The aggregate amount of TDS/TCS of ₹ 50,000/- in a year is not limited to TDS only on dividend income received by the member but will include all TDS/TCS transactions of the member during the relevant financial year. These provisions are effective from 1st July 2022. The status of filing of Return of Income by the members would be verified from the functionality provided by the Indian Income Tax authorities. The Company would solely rely on the information available on the Income Tax portal in this regard.

In order to provide exemption from TDS or apply lower rate of TDS or consider benefit of relevant Double Taxation Avoidance Agreement ("DTAA") with India as may be applicable, the documents prescribed for each category of member (as per the eligibility) must be uploaded on the portal of RTA at https://web.linkintime.co.in. The format of relevant documents are available Forms for TDS. If the documents are found in accordance with the provisions of the Act the same shall be considered while deducting the taxes.

If the dividend income is assessable to tax in the hands of a person other than the registered member as on the Record Date, the registered member is required to furnish a declaration to the Company containing the name, address, PAN, beneficiary account no. (16 digits), number of shares of the person to whom TDS credit is to be given and reasons for giving credit to such person on or before 5th September 2022.

1. Resident individual member

a. Form 15G or Form 15H;

b. Any other documents as prescribed under the Act for lower withholding of taxes; and

c. PAN or documentary evidence if you are exempt from obtaining PAN.

2. Resident non-individual member (Company, Firms, HUF, AOP, Trust)

a. Lower withholding tax certificate for the FY 2022-23, if any, obtained from the Income Tax authorities; and

b. PAN.

3. Resident mutual fund member

a. Copy of relevant registration documents;

b. A declaration that the mutual fund is governed by the provisions of Section 10 (23D) of the Act; and

c. PAN.

4. Resident insurance Company member

a. Copy of relevant registration documents;

b. A declaration that the insurance Company is beneficial owner of the shares held; and

c. PAN.

5. Alternative Investment Fund ("AIF")

a. Copy of registration documents;

b. A declaration that its income is exempt under Section 10 (23FBA) of the Act and AIF is established as Category I or Category II AIF under the SEBI Regulations; and

c. PAN.

6. Non-resident member

All the documents given below should be attested by self/authorised signatory:

a. Copy of Tax Residency Certificate ("TRC") for the FY 2022-23 obtained from the revenue authorities of the country of residence;

b. Form 10F for FY 2022-23;

c. Self-declaration of Beneficial Ownership;

d. Self-declaration for not having Permanent Establishment in India in accordance with the applicable Tax Treaty;

e. PAN; and

f. Any other documents as prescribed under the Act for lower withholding of taxes, if applicable.

The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by non-resident members.

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where Passion
meets Performance

PRECISION CAMSHAFTS LIMITED

Registered Office:
E - 102 / 103, MIDC Akkalkot Road
Solapur - 413 006, Maharashtra, India

Manufacturing Facilities:
D - 5, 6, 7, 7/1 MIDC, Chincholi
Solapur - 413 255
Ph.: 9168646531 / 32 / 33
E - 90, 102 / 103, MIDC, Akkalkot Road
Solapur - 413 006
Ph.: 9168646536 / 37