



ASHISH.V. PRABHU VERLEKAR & CO

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Members of Kineco Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Kineco Limited ("the Holding Company"), its subsidiaries and associate company (the Company, its subsidiaries and associate company together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies 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, 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 the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards 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 Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 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 we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 57 in the financial statements, regarding the merger of the Company with its subsidiary Kineco Kaman Composites- India Pvt Ltd, which was originally accounted for under the acquisition method in accordance with Ind AS 110. Prior to the merger, the Company acquired the Non Controlling Interest in the subsidiary resulting in the subsidiary being wholly owned at the time of the merger. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period.

As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date October 01, 2024, which in compliance with order of the Regional Director (WR) dated May 09, 2025 approving the scheme. The comparative amounts for the previous year have accordingly presented.

Our opinion is not modified with respect to these matters.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information obtained at the date of this Auditor's Report comprises the information included in 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 financial statements or our knowledge obtained during the course of our 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.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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 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.

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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors

in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

We did not audit the financial statements of one subsidiary, Kineco Alte Train Technologies Private Limited, whose financial statements reflect total assets of Rs. 0.44 lakhs as at 31 March 2025, total revenues of Rs. 0.00 lakhs and net cash inflows amounting to Rs. 0.00 lakhs for the year ended on that date. These financial statements have been audited by other auditors whose report has been furnished to us by the Management and our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of Section 143 (3) of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditors.

The Statement of one subsidiary, Kineco Train Tech Private Limited, includes the financial statements of one foreign subsidiary, which we did not audit, whose financial statements reflect total assets of Rs. 10,714.42 lakhs as at March 31, 2025; as well as the total revenue of Rs. 4,464.99 lakhs, total comprehensive income of Rs. 1,062.05 lakhs and net cash outflow of Rs. 188.73 lakhs for the period then ended. The foreign subsidiary is located outside India and its separate financial statements have been prepared in accordance with accounting principles generally accepted in the respective country and which has been audited by local auditors under generally accepted auditing standards applicable in that respective country for the period from January 01, 2024 to March 31, 2025 which we have relied on. The Subsidiary Company's management has converted the financial statements of the foreign subsidiary located outside India from accounting principles generally accepted in that country to accounting principles generally accepted in India. These conversion adjustments made by the Subsidiary Company's management have been reviewed by us. Thereafter, financial information of the foreign subsidiary has been prepared by the management for the period from acquisition to 31 March 2025 only for the purpose of consolidation with the Holding Company.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the other matter paragraph, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements. Our opinion on the consolidated financial statements, and our report on other legal and regulatory requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the management.

Report on Other Legal and Regulatory Requirements

1. As required by clause (xxi) of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we report the following qualifications or adverse remarks by the respective auditor in the Companies (Auditor's Report) Order (CARO) report of the associate company included in the consolidated financial statements.

Name of the Company	Clause no.	Remarks
Kineco Exel Composites India Private Limited	(xvii)	The Company has incurred cash losses amounting to Rs. 582.84 lakhs during the current financial year and Rs. 267.49 lakhs in the previous year.
Kineco Train Tech Private Limited	(xvii)	The Company has incurred cash losses amounting to Rs. 16.33 lakhs during the current financial year.

2. As required by Section 143(3) of the Act, we report that:
- 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.
 - In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Group so far as it appears from our examination of those books and the reports of the other auditors, except for not complying with the requirement of audit trail as stated below.
 - The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
 - In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - On the basis of the written representations received from the directors of the Holding Company as on 31 March 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary, none of the directors of the Group companies is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - The modification relating to the maintenance of accounts and other matters connected therewith, are as stated in paragraph (b) above.
 - With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

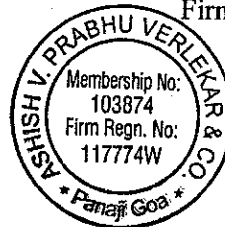
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of Section 197 of the Act. On the basis of reports of the statutory auditors of the subsidiary and our report of the associate company, being private companies, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.
- i) 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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associate company, as noted in the 'Other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
 - iv. In respect of the Holding Company and associate company and on the basis of reports of the statutory auditors of the subsidiaries, we report that:
 - (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) 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, 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.
 - (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Holding Company, subsidiaries and associate company have not proposed, declared or paid any interim or final dividend during the year.
- vi. Based on our examination of the Holding Company and the associate company and based on the audit report of the subsidiary company, the Group has used an accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. The audit trail feature was not available in the previous financial year and hence the audit trail has not been preserved by the Company for the previous financial year as per the statutory requirements for record retention.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants

Firm's Registration No. 117774W



Ashish V. Prabhu Verlekar
Proprietor

Membership No. 103874

UDIN: 25103874BMINRX7053

Place: Panaji - Goa

Date: 30.06.2025

Annexure A - Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of Kinenco Limited (hereinafter referred to as the "Holding Company"), its subsidiary companies and associate company (the Holding Company, its subsidiary and associate company together referred to as the "Group").

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Holding Company and its subsidiary and associate companies, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary companies, 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 Companies Act, 2013, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary companies.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Holding and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one subsidiary company is based solely on the corresponding reports of the auditors of such companies. Our opinion is not modified in respect of the above matters.

For Ashish V. Prabhu Verlekar & Co.
Chartered Accountants



[Handwritten Signature]

Ashish V. Prabhu Verlekar
Proprietor

Membership No. 103874

UDIN: 25103874BMINRX7053

Place: Panaji - Goa

Date: 30.06.2025

Kineco Limited

CIN: U24134GA1994PLC001672

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511

Consolidated Balance Sheet as at March 31, 2025

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
		Rupees in lakhs	Rupees in lakhs
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3	6,361.94	6,540.74
(b) Capital work-in-progress	3	72.06	-
(c) Intangible assets	4	1,821.86	341.14
(d) Intangible assets under development	4	660.77	289.17
(e) Right-of-use assets	5	398.10	192.47
		9,313.33	7,363.53
(f) Financial assets			
(i) Investments	6	410.15	1.32
(ii) Other financial assets	7	27.63	1,139.96
(g) Non current tax assets (net)	8	111.76	81.41
(h) Other non-current assets	10	94.37	39.55
Total non-Current assets		9,957.25	8,625.77
(2) Current assets			
(a) Inventories	11	7,707.04	3,919.70
(b) Financial assets			
(i) Trade Receivables	12	11,511.22	8,897.43
(ii) Cash and cash equivalents	13	2,911.64	1,162.48
(iii) Other bank balances	14	1,384.81	1,913.82
(iv) Other current financial assets	15	515.16	283.78
		16,322.83	12,257.51
(c) Other current assets	16	1,774.78	1,762.78
(d) Assets held for sale	1	-	-
Total Current assets		25,804.65	17,939.99
Total Assets		35,761.90	26,565.75
EQUITIES AND LIABILITIES			
Equity			
(a) Equity share capital	17	720.34	626.42
(b) Other equity	18	11,035.26	2,232.95
(c) Non controlling interest		3,956.06	2,329.81
Total equity		15,711.66	5,189.18
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	1,135.41	3,703.44
(ii) Lease liabilities	20	94.91	78.09
(b) Deferred tax liabilities (net)	9	32.18	79.93
(c) Provisions	21	982.38	188.19
(d) Other non current liabilities	22	206.91	1,165.14
Total non-current liabilities		2,451.80	5,214.79
(2) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	23	6,949.99	8,324.87
(ii) Lease liabilities	24	32.43	27.27
(iii) Trade Payables	25		
A. Total outstanding dues of micro enterprises and small enterprises; and		903.85	37.46
B. Total outstanding dues of creditors other than micro enterprises and small enterprises		5,808.64	4,538.32
(iv) Other financial liabilities	26	29.48	28.67
(b) Provisions	27	220.96	176.38
(c) Current tax liabilities (net)	28	-	6.08
(d) Other current liabilities	29	3,653.09	3,022.72
Total current liabilities		17,598.44	16,161.77
Total liabilities		20,050.24	21,376.57
Total equity and liabilities		35,761.90	26,565.75

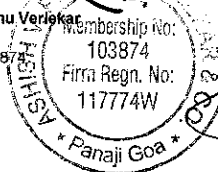
See accompanying notes to the financial statements

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In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



Place : Panaji, Goa
Date : 30-06-2025

For and on behalf of the Board of Directors of
Kineco Limited

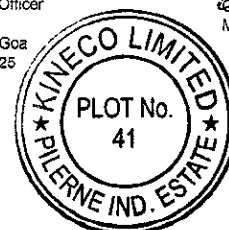
Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Place : Pilerne, Goa
Date : 30-06-2025

Prashant Naik
Director
DIN No. 01866113

Manjuna Naik Shirgaonkar
Company Secretary
M. No. A34734



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511
Consolidated Statement of Profit and Loss for the period ended March 31, 2025

Particulars	Note No.	Year ended March 31, 2025 Rupees in lakhs	Year ended March 31, 2024 Rupees in lakhs
I Revenue from operations	30	24,486.05	17,452.32
II Other income	31	353.54	567.39
III Total income (I + II)		<u>24,839.59</u>	<u>18,019.70</u>
IV Expenses			
(a) Cost of materials consumed	32	12,167.31	8,510.14
(b) Changes in inventories of finished goods and work in progress	33	(1,462.04)	(195.84)
(c) Employee benefits expense	34	4,882.15	2,917.78
(d) Finance costs	35	824.97	1,200.73
(e) Depreciation and amortisation expense	3 & 4	1,363.52	863.79
(f) Other expenses	36	4,835.50	3,612.22
Total expenses (IV)		<u>22,611.42</u>	<u>16,908.81</u>
V Profit before tax		2,228.17	1,110.90
VI Tax expense	37		
(a) Current tax		131.29	133.62
(b) Deferred tax		377.60	216.97
(c) Tax of prior years		(3.42)	(6.58)
VII Profit for the year (V - VI)		<u>1,722.70</u>	<u>766.89</u>
VIII Share of profit/(loss) of associate (net)		(415.54)	-
IX Profit for the period after share of loss of associate (VII - VIII)		<u>1,307.16</u>	<u>766.89</u>
X Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurements of defined benefit plans		(43.60)	27.28
(ii) Equity instruments through other comprehensive income		(0.18)	(0.48)
(iii) Income tax relating to items that will not be reclassified to profit or loss		(6.19)	4.94
(iv) Exchange Differences in translating the financial statements of foreign operations		14.86	
XI Total comprehensive income for the year (IX + X)		<u>1,272.05</u>	<u>735.14</u>
Net profit attributable to :			
Owners of the company		702.01	519.62
Non controlling interest		605.16	247.27
Other comprehensive income attributable to			
Owners of the company		(25.43)	(19.72)
Non controlling interest		(9.68)	(12.03)
Total comprehensive income attributable to			
Owners of the company		676.57	499.90
Non controlling interest		595.48	235.24
XII Earnings per equity share (in Rs.)			
Basic		18.09	11.74
Diluted		18.09	11.74

See accompanying notes to the financial statements

1 to 58

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

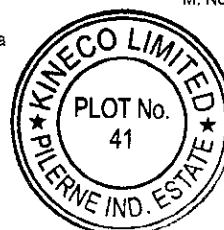
Prashant Naik
Director
DIN No. 01860113

Vivekanand Pauskar
Chief Financial Officer

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

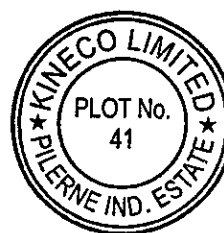
Place : Panaji, Goa
Date : 30-06-2025

Place : Pilerne, Goa
Date : 30-06-2025



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pileme Industrial Estate, Pilerne, Bardez - Goa - 403 511
Consolidated Cash Flow Statement for year ended 31st March 2025

Particulars	Year ended March 31, 2025	Year ended March 31, 2024	Rupees in lakhs
Cash Flows from Operating Activities			
Total comprehensive income for the year	1,272.05		735.14
<u>Add:</u>			
(a) Depreciation and amortisation expenses	1,363.52	863.79	
(b) Income Tax expense	127.87	127.04	
(c) Provision for doubtful debts	11.99	22.17	
(d) Interest on Borrowings	824.97	1,200.73	
(e) Deferred tax	383.79	221.91	
(f) Deferred revenue grant on Asset procurement	(20.33)	(15.78)	
(g) Gain on sale of Property Plant and Equipment	-	(2.12)	
(h) Provision for employee benefits (net)	44.58	22.17	
(i) Share of loss of Joint Venture	415.54	-	
(j) Equity Instruments through OCI	0.18	(0.48)	2,439.44
<u>Less:</u>			
(a) Interest Income	205.12	189.52	
(b) Unrealised exchange gain / (Loss)	16.31	101.49	(291.01)
Profit before changes in working capital	4,202.73		2,883.57
<u>Adjustment for increase / (Decrease) in operating Liabilities</u>			
(a) Trade payables	2,136.72	333.08	
(b) Other current liabilities	(6.08)	32.86	
(c) Deferred tax liabilities (net)	(431.54)	(128.14)	
(d) Current tax assets (net)	50.42	-	
(e) Long-Term Provisions	(164.04)	1,104.76	
(f) Other current liabilities	651.51	2,800.71	
<u>Adjustment for (Increase) / Decrease in operating Assets</u>			
(a) Inventories	(3,787.34)	(1,126.33)	
(b) Trade receivables	(2,625.79)	212.08	
(c) Other current assets	(131.99)	(17.80)	
(d) Other current financial assets	(231.38)	57.43	
(e) Other financial assets	1,112.33	(883.56)	
(f) Right-of-use assets	(203.63)	11.38	
(g) Other non-current assets	(54.82)	299.71	2,696.18
Cash generated from Operations	517.11		5,579.75
<u>Less:</u> Income tax payments	(208.54)	(208.64)	(83.21)
Net Cash generated from / (used in) Operating Activities	308.47		5,496.55
Cash Flows from Investing Activities			
(a) Purchase of Property, Plant and Equipment and Intangible assets	(3,117.15)	(1,964.06)	
(b) Sale proceeds of Property, Plant and Equipment	7.46	3.25	
(c) Acquisition of shares in Associate Company	(824.55)	-	
(d) Acquisition of shares in subsidiary prior to merger	(2,166.02)	-	
(e) Cash and cash equivalents acquired pursuant to merger	3,143.05	-	
(f) Investment in shares of Semvac A/S	(3,030.75)	-	
(g) Cash and cash equivalents on acquisition of Semvac A/S	2,786.64	-	
(h) Loan to Associate Company (paid) / received	120.00	(120.00)	
(i) Interest received	205.12	189.52	(1,891.29)



Kineco Limited
CIN: U24134GA1994PLC001672
41 - Pilerne Industrial Estate, Pilerne, Bardes - Goa - 403 511
Consolidated Cash Flow Statement for year ended 31st March 2025

Consolidated Financial Statements

Particulars	Year ended March 31, 2025	Rupees in lakhs Year ended March 31, 2024
Cash Flows from Operating Activities		
Cash Flows from Financing Activities		
(a) Repayment of Long Term Borrowing	(2,551.21)	(1,275.33)
(b) Proceeds from Issue of Equity Share	8,799.98	-
(c) Issue expenses of Equity Shares	(282.50)	-
(d) Decrease in Short Term Borrowing	(1,369.72)	(319.83)
(e) Interest on Borrowings	(824.97)	(1,200.73)
	3,771.58	(2,795.89)
Net Increase / (Decrease) in cash and cash equivalents	1,203.85	809.37
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents	16.31	101.49
<u>Add:</u> Opening balance of cash and cash equivalents	3,076.30	2,185.43
Closing balance of cash & cash equivalents	4,296.46	3,076.29
Cash and cash equivalents	2,911.64	1,162.48
Other bank balances	1,384.81	1,913.82
	4,296.46	3,076.30

See accompanying notes to the financial results

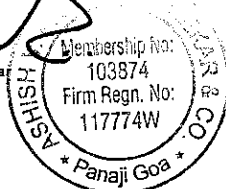
1 to 58

Footnotes:

- 1 Figures in brackets represent outflows
- 2 See accompanying notes forming part of the financial statements

As per our report of even date attached
For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

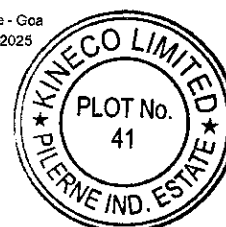
Prashant Naik
Director
DIN No. 01866113

Vivekanand Paushkar
Chief Financial Officer

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

Place: Panaji - Goa
Date : 30-06-2025

Place: Pilerne - Goa
Date : 30-06-2025



Kineco Limited

CIN: U24134GA1994PLC001672

41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403 511

Consolidated Statement of Changes in Equity for the period ended March 31, 2025**A Equity Share Capital**

Particulars	Rupees in lakhs
Balance as at April 1, 2023	626.42
Changes in equity share capital during the year	-
Balance as at March 31, 2024	626.42
Changes in equity share capital during the year	93.92
Balance as at March 31, 2025	720.34

B Other Equity

Particulars	Reserves and surplus				Other Comprehensive Income			Total
	Securities Premium Reserve	Capital Reserves	Capital Reserves on Business Combination	Retained earnings	Re-measurement of defined benefit obligations	Equity instruments through other comprehensive income	Foreign Currency Translation Reserve	
Balance as at March 31, 2023	2,479.89	10.07	-	(732.62)	(25.24)	0.94	-	1,733.04
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	519.62	-	-	-	519.62
Other comprehensive income for the year	-	-	-	-	(20.19)	0.48	-	(19.72)
Total Comprehensive Income for the year	-	-	-	519.62	(20.19)	0.48	-	499.90
As at March 31, 2024	2,479.89	10.07	-	(213.00)	(45.44)	1.42	-	2,232.95
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	702.01	-	-	-	702.01
Other comprehensive income for the year	-	-	-	-	(30.83)	(0.18)	5.57	(25.43)
Total Comprehensive Income for the year	-	-	-	702.01	(30.83)	(0.18)	5.57	676.57
Securities Premium on equity shares issued	8,706.06	-	-	-	-	-	-	8,706.06
Adjustments on Business Combination	(0.59)	482.32	-	184.47	-	-	47.04	713.24
On derecognition of Non Controlling Interest	-	-	(1,011.06)	-	-	-	-	(1,011.06)
Share issue Expenses	(282.50)	-	-	-	-	-	-	(282.50)
As at March 31, 2025	10,902.86	492.39	(1,011.06)	673.48	(76.27)	1.24	52.62	11,035.26

See accompanying notes to the financial statements

1 to 58

In terms of our report attached.

For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no.117774W

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874



For and on behalf of the Board of Directors of
Kineco Limited

Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446

Vivekanand Pauskar
Chief Financial Officer

Prashant Naik
Director
DIN No. 01866113

Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734



Place : Panaji, Goa
Date : 30-06-2025

Place : Pilerne, Goa
Date : 30-06-2025

1 Company information

- a) Kineco Limited (the "Company") is a public limited company incorporated on October 10, 1994 under the name and style "Mass Kinematics Pvt. Ltd." a private limited company. On 10th January, 2001 the name of the company was changed from Mass Kinematics Private Limited to Kineco Private Limited and thereafter it has converted from Private Limited Company to a Public Company on 23rd March, 2016. Kineco Limited having its registered office and works at plot no.41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa 403511 is a multi-dimensional composite producer having state-of-the-art manufacturing facilities (ISO9001-2008 & AS9100 certified) at Goa, India. Kineco Limited offers a wide spectrum of composites for Aerospace, Defense, Railways, Automotive, Motorsport, Telecommunication & Chemical Industries.

Kineco Limited together with its subsidiaries is hereinafter referred to as "the Group".

b) **Technology partnerships**

In the year 2010, Kineco had formed technology partnerships, Joint Ventures and strategic alliances with major global players viz. Alstom, Spain for rail car interiors/exterior and toilet modules/systems. The Company holds 89.66% shares in subsidiary Kineco Alstom Train Technologies Private Limited.

c) **Merger with Kineco Kaman Composites - India Private Limited**

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake.

In Sep 2024, Kineco purchased from Kaman Aerospace Group INC 49% of equity shareholding (comprising of 56,43,023 equity shares) in the company, thus making Kineco Kaman Composites - India Private Limited a Wholly Owned Subsidiary of Kineco Limited.

Thereafter, the shareholders in their meeting held on 10th March 2025 approved the scheme of merger between Kineco Kaman Composites India Pvt Ltd with Kineco Limited. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 1st October 2024, was approved vide order of the Regional Director (WR) dated 9th May 2025. Accordingly, the financial statements of Kineco Limited as on 31st March 2025 are presented giving effect to the merger with effect from 1st October 2024, in compliance with the said order.

d) **Divestment by Indo National Limited**

In 2015 Indo National Limited, a listed company through its subsidiary company Helios Strategic Systems Limited had acquired 51% controlling stake in Kineco Limited. The company had entered into shareholders agreement with the promoter, Mr. Shekhar Sardesai and Helios Strategic Systems (I) Ltd, wherein it was agreed to conduct the operations of the company as a joint venture between the Promoter and Helios, and to jointly manage and grow the Company. On 6th June 2024, Helios Strategic Systems Ltd. divested its investment in Kineco Limited by transfer of shares and thereafter Helios Strategic Systems Limited ceased to be the Holding Company and consequently Indo National Limited ceased to be the Ultimate Holding Company of Kineco Limited

e) **Joint Venture with Exel Composites Oyj, Finland**

On 14 October 2021, Kineco Limited had signed an agreement to establish a Joint Venture to develop the Indian pultrusion market together with Exel Composites Oyj, a Nasdaq Helsinki listed, globally recognized composites company. This Joint Venture will enable the Company to grow its Pultrusion Business, by leveraging global Pultrusion technology and market knowhow offered by Exel Composites Oyj, while making use of Kineco's existing local know-how and resources in the Indian market through this Associate Company, Kineco Exel Composites India Private Limited.

During the current financial year, Kineco Exel Composites India Private Limited issued Equity Shares on Rights issue basis to its existing shareholders in proportion to its shareholding for business expansion purposes, planned capital expenditure and other general corporate purposes.

f) **Investment in Kineco Train Tech Private Limited**

In December 2024, Kineco Train Tech Private Limited was incorporated under the Companies Act, 2013 with Mr. Shekhar Sardesai and Mr. Vinay Jagtap as its first Directors. Subsequently, the Company allotted 40,00,000 Equity Shares by way of Preferential issue on Private Placement basis of which Kineco Kaman Composites - India Private Limited were allotted 15,00,000 Equity Shares.

Thereafter, shareholders of Kineco Train Tech have entered into a Shareholder Agreement dated 24th December 2024 with Kineco Limited and Kineco Train Tech India Pvt Ltd, conferring a right to the Board of Directors of Kineco Limited to nominate and appoint the majority of the Directors of Kineco Train Tech India Pvt Ltd, hence making Kineco Train Tech India Private Limited a subsidiary company of Kineco Limited.

Further, in Dec 2024 Kineco Train Tech Private Limited acquired 100% stake in Semvac A/S, a Denmark based Company from Wabtec UK Holdings Limited, making Semvac A/S its wholly owned subsidiary. Semvac A/S is a recognized complete sanitary solutions brand in the global rail market, with an industry experience of over 40 years and offers a platform for Kineco to launch its product portfolio of sanitary cabins and interior products in the European market.

The Group's consolidated financial statements are approved for issue by the Board of Directors on June 30, 2025.

2 Material accounting policies

a) **Statement of compliance**

The financial statements of the Group have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

b) **Basis of preparation**

The financial statements of the Group have been prepared on a going concern basis under historical cost convention and on an accrual method except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value as required by the relevant Ind AS. Accounting policies have been consistently applied, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

c) **Basis of consolidation**

The financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests, which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Group, are excluded.



d Functional and Presentation Currency

The financial statements are prepared in Indian Rupees, which is the Group's presentation and the functional currency. All financial information presented in Indian Rupees has been rounded off to the nearest lakhs with two decimals, unless otherwise stated.

e Operating Cycle

All assets and liabilities have been classified as current and non-current having regard to the Group's normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013 and Ind AS-1- "Presentation of Financial Statements".

f Use of estimates and judgements

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of financial statements and the reported amounts of income and expenses for the years presented. Actual results could differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amount of assets and liabilities within the next financial year are:

i) Useful lives of property, plant and equipment and intangible assets:

The Group reviews the useful lives of property, plant and equipment and intangible assets at the end of each reporting period. This reassessment may result in change in depreciation or amortisation expense in future periods.

ii) Valuation of deferred tax assets:

The Group reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 2 (o) below.

iii) Actuarial Valuation:

The determination of Group's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in the notes to the financial statements.

iv) Provisions and Contingent Liabilities:

The policy for the same has been explained under Note 2 (n) below.

g Property, plant and equipment

Property, plant and equipment are carried at acquisition cost (net of refundable taxes - primarily input credit relating to Central Excise, State VAT and Goods and Service Tax) less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment include purchase price, expenses incidental to making the assets ready for its intended use, attributable borrowing costs and net of any trade discounts and rebates. Subsequent expenditure on property, plant and equipment, after its purchase / completion, is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. Property, plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately.

Depreciation on property, plant and equipment is provided on a pro-rata basis using the straight line method as per the useful lives prescribed in Schedule II to the Companies Act, 2013.

All items of property, plant and equipment costing less than Rs. 5,000 each are fully depreciated in the year of acquisition.

Capital work in progress

Projects under which assets are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

h Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment losses, if any. Computer software licenses are amortised over their estimated useful life on a straight line basis.

i Impairment of property, plant and equipment and intangible assets

The carrying value of property, plant and equipment and intangible assets is reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset or cash generating unit and from its disposal at the end of its useful life. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss.

j Leases

Rentals payable towards leases of land under an operating lease arrangement, where risk and rewards incidental to ownership of an asset substantially vest with the lessor are charged to the Statement of Profit and Loss on a straight-line basis over the period of the relevant lease.



Group as a Lessee:

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception comprises of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, adopts either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

k Inventories

Inventories are valued at the lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale including octroi and other levies, transit insurance and receiving charges. Finished goods and work in progress include apportionment of overheads. Net realisable value is the estimated selling price less estimated costs for completion and sale.

l Statement of cash flows

Statement of cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Group are segregated based on the available information.

Cash and cash equivalents:

Cash and bank balances, which have original maturities up to three months, are included in the Group's cash balances in the Statement of cash flows. The Group did not have any cash equivalents as at March 31, 2025 and March 31, 2024.

m Provisions, contingent liabilities and contingent assets

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pretax rate that reflects, when appropriate, the risks specific to the liability. The increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

Provisions for the expected cost of warranty obligations under the terms of contract with the customers are recognised at the managements best estimate of the expenditure required to settle the warranty obligation.

A contingent liability is disclosed in case of present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation and a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are disclosed when an inflow of economic benefits is probable.

n Revenue recognition

Revenue is measured based on the consideration specified in a contract with a customer. The group recognises revenue when it transfers control over a product or service to a customer. Revenue is recognised either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods and services to its customers.

The Group recognises unearned revenue (i.e. contract liabilities) for consideration received in respect of unsatisfied performance obligations and reports these amounts as other liabilities in the Balance Sheet. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises as unbilled revenue (i.e. contract assets) in its Balance Sheet, depending on whether something other than the passage of time is required before the consideration is due.

The Group presents revenues net of indirect taxes in its Statement of Profit and loss.



o Taxes on income

Tax expenses for the year, comprising of current tax and deferred tax, are included in the determination of net profit or loss for the period.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing tax laws and includes any adjustment to tax payable in respect of previous years. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax is provided / recognised using the balance sheet method, on all deductible temporary differences at the reporting date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unused tax credit and unused tax losses. Deferred tax assets and liabilities are measured using tax rates that are substantively enacted at the balance sheet date. At each balance sheet date the Group evaluates the carrying amount of deferred tax assets and reduces the value of such deferred tax assets to the extent it is no longer probable that sufficient taxable profit will be available to allow all or a part of deferred tax asset to be utilised/ recovered.

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing tax laws and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

p Foreign currency transactions and translations

Transactions in currencies other than the functional currency are translated into functional currency at the exchange rates prevailing on the date of the transaction or at rates that closely approximates the rate at the date of the transaction. Monetary items denominated in other currencies outstanding at the reporting date are translated into functional currency at the year end rates. Non-monetary items denominated in other currencies and that are measured in terms of historical cost are translated at the exchange rates prevailing on the dates on which such values are determined. Exchange differences arising on restatement or settlement of foreign currency transactions is charged to the Statement of Profit and Loss.

q Borrowings and borrowing costs

The Group borrows funds in Indian Rupees. These borrowings carry a fixed rate or floating rate of interest. The liabilities are initially measured at the amount borrowed and subsequently stated at the outstanding amounts. Interest accrued but not due which is in the nature of current liability is classified as part of 'Other current financial liabilities'. Amount outstanding in respect of foreign currency borrowings are stated at the exchange rate at the Balance Sheet date.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs include interest expense as per Effective Interest Rate (EIR). The borrowing costs in respect of foreign currency borrowings are adjusted for exchange differences, to the extent they are regarded as an adjustment to the interest cost.

r Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax attributable to equity shareholders by the weighted average number of equity shares in issue during the year.

The weighted average number of ordinary shares in issue during the year are adjusted for events that have changed the number of ordinary shares in issue without a corresponding change in recoveries.

s Employee benefits

i) Short term

Short term employee benefits include salaries, allowances and performance incentives. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by the employees are recognised as an expense in the Statement of Profit and Loss during the year when the employees render the service to the Group.

ii) Long term

The Group has defined contribution and defined benefit plans. The plans are financed by the Group and in the case of some defined contribution plans by the Group along with its employees.

Defined contribution plans

The Group's contribution to provident fund and family pension fund made to regulatory authorities and where the Group has no further obligation are considered as defined contribution plans and are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

Defined benefit plans

Expenses for defined-benefit gratuity plans are calculated as at the balance sheet date by independent actuaries (using the projected unit credit method) in a manner that distributes expenses over the employee's working life. These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds with a remaining term that is almost equivalent to the average balance working period of employees. Actuarial gains/losses are recognised, in full in the other comprehensive income in the year in which they arise.

Other employee benefits

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on ailment of encashment of such accrued benefit or where the ailment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.



t Financial Instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at Fair Value through Profit or Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at Fair Value through Profit or Loss are recognised immediately in the Statement of Profit and Loss.

i) Financial assets

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

Financial assets as fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Group has elected to present subsequent changes in fair value in other comprehensive income in case of investments based on its business model.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. Gains or losses arising on remeasurement are recognised in the Statement of Profit or Loss.

Impairment of financial assets

The Group recognises loss allowance using the Expected Credit Loss (ECL) model for the financial assets which are not valued through profit or loss. Loss allowance for all financial assets is measured at an amount equal to 12 months expected credit losses or lifetime Expected Credit Loss. The Group had used practical expedient by computing expected credit loss allowance for trade receivable by taking into consideration historical credit loss experience and adjusted for forward looking information. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in the Statement of Profit and Loss.

Derecognition of financial assets

The Group derecognises an financial asset when (i) the contractual rights to receive cash flows from the asset expire, or (ii) the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and (a) the Group has transferred substantially all the risks and rewards of ownership of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. On derecognition of the financial asset in its entirety, the difference between the assets carrying amount measured at the date of derecognition and the consideration received is recognised in the Statement of Profit and Loss.

ii) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net off direct issue costs.

Financial Liabilities

All financial liabilities that are not held-for-trading and are not designated as at FVTPL are subsequently measured at amortised cost using the effective interest method. The interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender or debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is current enforceable legal right to offset the recognised amounts and it is intended to either settle on a net basis or to realise the assets and settle the liabilities simultaneously.

iii) Derivative financial instruments

The Group enters into derivative financial instruments in the nature of forward exchange contracts to manage its exposure to foreign exchange rate risks on unexecuted firm commitments and highly probable forecast transactions. Such derivative financial instruments are marked to market and gain/loss on such contracts is recognised in the Statement of Profit and Loss at the end of each reporting period. The derivatives are carried as financial assets when the fair value is positive and financial liabilities when the fair value is negative.



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u Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and the Group will comply with the conditions attached to them.

Where the grant relates to an asset the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in the Statement of Profit and Loss over the period and in proportion in which depreciation is charged.

Revenue grants are recognised in the Statement of Profit and Loss in the same period as the related cost which they are intended to compensate are accounted for.

v Business combination

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity.

The pooling of interest method is considered to involve the following:

(i) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(ii) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(iii) The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination is as per Scheme of Merger approved by competent authority, the accounting treatment shall be from the appointed date only in compliance with the order of the competent authority.



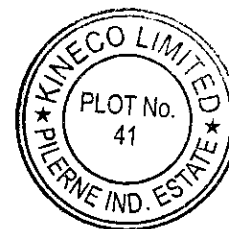
3 Property, plant and equipment and capital work-in-progress

	As at March 31, 2025 Rupees in lakhs	As at March 31, 2024 Rupees in lakhs
Carrying amounts of:		
Buildings	2,291.39	2,366.12
Plant and equipment	3,142.07	3,092.38
Electrical Fittings	49.09	54.64
Furniture and fixture	82.13	
Vehicles	104.99	95.54
Office equipments	39.29	35.85
Computers	39.68	50.68
Laboratory Equipment	5.16	2.98
Composites, Tooling, Patterns & Dies	608.15	761.27
	<u>6,361.94</u>	<u>6,459.46</u>
Capital work-in-progress*	72.65	-
	<u>6,434.59</u>	<u>6,459.46</u>

	Rupees in lakhs									
Particulars	Buildings	Plant and equipment	Electrical Fittings	Furniture and fixture	Vehicles	Office equipment	Computers	Laboratory Equipment	Composite Tooling, Patterns & Dies	Total
Gross carrying amount As at March 31, 2023	2,995.40	3,630.44	127.22	190.84	150.11	179.75	313.43	10.78	2,119.11	9,717.09
Additions	46.07	1,481.07	6.43	7.88	25.83	17.36	7.85	-	306.34	1,898.83
Disposal	-	0.92	-	-	22.65	-	-	-	-	23.57
As at March 31, 2024	3,041.46	5,110.59	133.65	198.72	153.28	197.11	321.29	10.78	2,425.45	11,592.35
Business combination		680.91								680.91
Foreign Currency Fluctuation Gain		32.16								32.16
Additions	25.75	173.63	4.35	17.19	36.87	14.67	27.57	4.10	253.90	558.01
Disposal	-	7.00	-	-	16.50	-	0.92	-	-	24.42
As at March 31, 2025	3,067.22	6,190.29	138.00	215.91	173.65	211.77	347.93	14.88	2,679.34	13,039.01
Accumulated depreciation As at March 31, 2023	579.34	1,736.78	69.57	100.81	56.72	147.23	234.98	6.75	1,328.74	4,262.97
Depreciation expenses	96.01	280.03	9.43	16.62	22.55	14.03	35.63	1.05	335.43	810.78
Elimination on disposal	-	0.60	-	-	21.52	-	-	-	-	22.13
As at March 31, 2024	675.35	2,018.21	79.00	117.44	57.74	161.26	270.60	7.81	1,664.18	5,051.82
Business combination		686.30								686.30
Foreign Currency Fluctuation Loss		25.37								25.37
Depreciation expenses	100.48	319.64	9.91	16.34	26.59	11.22	37.65	1.91	407.02	930.77
Elimination on disposal	-	1.29	-	-	15.68	-	-	-	-	16.96
As at March 31, 2025	775.82	3,048.23	88.91	133.78	68.65	172.48	308.26	9.72	2,071.20	6,877.09
Net carrying amount As at March 31, 2023	2,416.06	1,891.65	57.65	90.03	93.39	32.52	78.46	4.03	790.37	5,454.12
As at March 31, 2024	2,366.12	3,092.38	54.64	81.29	95.54	35.85	50.68	2.98	761.27	6,540.74
As at March 31, 2025	2,291.39	3,142.07	49.09	82.13	104.99	39.29	39.68	5.16	608.15	6,361.95

* Capital Work-in-progress ageing schedule

Particulars	As at March 31, 2025 Rupees in Lakhs		As at March 31, 2024 Rupees in Lakhs	
	Projects in	Projects	Projects in	Projects
Less than 1 year	72.65	-	-	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	72.65	-	-	-



4 Other intangible assets

	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
Carrying amounts of:		
Filament Winding Project	-	-
Sky Bus Coaches Project	3.13	12.45
Optical Telescopic Structures	86.59	101.02
Sonar Dome for R&DEE and BEL for Ships	-	-
TOT for R&DEE	64.93	81.17
Single & Double Leaf Door	109.13	121.26
Development of Reduced Mobility Toilet System	94.72	-
Intangible - Non Compete Fee	1,425.00	-
Computer Softwares	36.35	25.24
	<u>1,821.86</u>	<u>341.14</u>
Intangible assets under development	650.25	289.17
Foreign Currency Fluctuation	10.53	-
	<u>2,482.64</u>	<u>630.31</u>

	Rupees in lakhs									
Particulars	Filament Winding Project	Sky Bus Coaches Project	Optical Telescopic Structures	Sonar Dome for R&DEE and BEL for Ships	TOT for R&DEE	Single & Double Leaf Door	Development of Reduced Mobility Toilet System	Intangible - Non Compete Fee	Computer Softwares	Total
Gross carrying amount										
As at March 31, 2023	59.10	186.47	288.67	99.46	161.10	-	-	-	246.94	1,041.75
Additions	-	-	-	-	-	121.26	-	-	13.97	135.23
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2024	59.10	186.47	288.67	99.46	161.10	121.26	-	-	260.92	1,176.98
Additions	-	-	-	-	-	-	94.72	1,800.00	18.75	1,913.47
Disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.10	186.47	288.67	99.46	161.10	121.26	94.72	1,800.00	279.66	3,090.45
Accumulated depreciation										
As at March 31, 2023	58.08	164.69	173.21	99.46	63.70	-	-	-	223.65	782.80
Depreciation expenses	0.99	9.32	14.44	-	16.23	-	-	-	12.03	53.01
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2024	59.08	174.02	187.65	99.46	79.93	-	-	-	235.67	835.81
Depreciation expenses	-	9.32	14.44	-	16.23	12.13	-	375.00	5.63	432.75
Elimination on disposal	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	59.08	183.34	202.08	99.46	96.17	12.13	-	375.00	241.31	1,268.56
Net carrying amount										
As at March 31, 2023	1.01	21.77	115.46	0.00	97.40	-	-	-	23.29	258.94
As at March 31, 2024	-	12.45	101.02	-	81.17	121.26	-	-	25.24	341.14
As at March 31, 2025	-	3.13	86.59	-	64.93	109.13	94.72	1,425.00	36.35	1,821.86

* Intangible assets under development ageing schedule

Particulars	As at March 31, 2025		As at March 31, 2024	
	Rupees in Lakhs		Rupees in Lakhs	
	Projects in progress	Projects temporarily suspended	Projects in progress	Projects temporarily suspended
Less than 1 year	660.77	-	289.17	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 years	-	-	-	-
Total	660.77	-	289.17	-



Kineco Limited**41 - Pilerne Industrial Estate, Pilerne, Bardez - Goa - 403511****Notes forming part of the financial statements as at and for the year ended March 31, 2025****CIN: U24134GA1994PLC001672**

Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
5 Right-of-use assets		
Right-of-use of leased assets (Refer Note No. 42)	396.10	192.47
Total	396.10	192.47
6 Non Current Investment		
Quoted - Investment carried at fair value through other comprehensive Equity Instruments	1.14	1.32
500 Equity Shares of Bank of Baroda of Rs. 2/- fully paid up (as at 31 March 2024, 500 Equity shares of Rs.2/- each)		
Unquoted - Investment carried at Cost		
Investment in Equity Instruments of Associate		
Kineco Exel Composites India Private Limited		
1,06,550 Equity Shares of Rs.100/- fully paid up of (as at 31 March 2024, 82,870 Equity shares of Rs. 100/- each)	409.01	-
Total	410.15	1.32
7 Other financial assets		
Security deposits	22.92	22.38
Bank deposits with more than 12 months maturity	4.70	1,075.00
Interest accrued on Bank deposits with more than 12 months maturity	0.01	42.58
Total	27.63	1,139.96
8 Non-current tax assets (net)		
Income tax payments less liabilities	111.76	81.41
Total	111.76	81.41



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Notes forming part of the financial statements as at and for the year ended March 31, 2025

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
9 Deferred tax assets (Net)		
Deferred tax liabilities:		
Depreciation allowance	550.19	447.27
	<u>550.19</u>	<u>447.27</u>
Deferred tax assets:		
Provision for employee benefits	86.47	110.75
Provision for doubtful debts	-	6.87
Unabsorbed depreciation and business losses	431.54	249.72
	<u>518.01</u>	<u>367.34</u>
Net deferred tax assets / (liability)	<u><u>(32.18)</u></u>	<u><u>(79.93)</u></u>
10 Other non-current assets		
(Unsecured, considered good, unless otherwise stated)		
Capital advances	77.37	12.22
Prepaid expenses	11.17	21.50
<u>Balance with government authorities</u>		
GST and Customs Duty Receivable	5.83	5.83
Total	<u><u>94.37</u></u>	<u><u>39.55</u></u>
11 Inventories		
(At the lower of cost and net realisable value)		
Raw materials	4,411.52	2,316.24
(Including Goods-in-transit of Rs 183.75 lakhs (as at March 31, 2024 Rs 187.79 lakhs)		
Work in progress	1,101.77	1,019.08
Consumables, stores and spares	526.23	567.99
(Including Goods-in-transit of Rs 12.54 lakhs (as at March 31, 2024 Rs 120.31 lakhs)		
Finished Goods	1,667.52	16.39
Total	<u><u>7,707.04</u></u>	<u><u>3,919.70</u></u>



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Consolidated Financial Statements

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Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in Lakhs	Rupees in Lakhs
12 Trade receivables		
Trade receivables - unsecured		
(i) Considered good	11,511.22	8,897.43
(ii) Significant increase in credit risk	109.44	78.24
	11,620.66	8,975.67
Less: Allowance for bad and doubtful debts (expected credit loss allowance)*	(109.44)	(78.24)
Total	11,511.22	8,897.43

* Movement in the allowance for bad and doubtful debts (expected credit loss allowance)

Balance at March 31, 2023

56.07

Add: Created during the year

22.17

Less: Released during the year

-

Balance at March 31, 2024

78.24

Add: Created during the year

31.20

Less: Released during the year

-

Balance at March 31, 2025

109.44

Trade Receivables Ageing

Particulars	As at March 31, 2025 (Rs in Lakhs)						Total
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	10,597.43	885.80	26.76	21.17	30.13	-	11,561.29
(ii) Disputed Trade Receivables – credit impaired	-	47.27	0.25	-	-	11.85	59.37
Total	10,597.43	933.07	27.01	21.17	30.13	11.85	11,620.66

Particulars	As at March 31, 2024 (Rs in Lakhs)						Total
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	7,571.00	1,307.92	27.41	30.18	-	-	8,936.51
(ii) Disputed Trade Receivables – credit impaired	-	-	-	0.25	0.12	38.79	39.16
Total	7,571.00	1,307.92	27.41	30.44	0.12	38.79	8,975.67



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Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
13 Cash and cash equivalents		
Cash on hand	2.75	1.41
Balances with banks		
In current accounts	2,785.51	20.98
In EEFC accounts	123.39	588.56
Term deposits with original maturity period of more than three months	-	551.53
Total	2,911.64	1,162.48
14 Other bank balances		
Margin money deposit (represents amounts pledged with banks as security for guarantees issued and letters of credit)	89.51	122.61
Term deposits with original maturity period of more than three months	1,295.30	1,791.21
Total	1,384.81	1,913.82
15 Other current financial assets		
(Unsecured considered good unless otherwise stated)		
Interest accrued on bank deposits	92.22	103.22
Earnest Money & Security Deposits	422.93	180.56
Total	515.16	283.78
16 Other current assets		
(Unsecured considered good unless otherwise stated)		
Advances to employees	7.22	5.76
Prepaid expenses	302.78	107.65
Advances to Suppliers	396.38	561.91
Amounts with government authorities	1,040.02	912.93
Advance to Associate Company	-	120.00
Export incentives receivable	25.77	51.92
Contract assets	2.61	2.61
Contract assets comprises of the custom duties paid for import of tools supplied by customer free of charge to be used in the manufacture of the parts to be delivered as per contract with the customer.		
Total	1,774.78	1,762.78



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Notes forming part of the financial statements as at and for the year ended March 31, 2025

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Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
17 Equity Share capital		
<u>Authorised</u>		
80,00,000 (as at March 31, 2024 80,00,000) equity shares of Rs.10 each	800.00	800.00
12,50,000 (as at March 31, 2024 12,50,000) Cumulative Redeemable Preference Shares of Rs. 100 each	1,250.00	1,250.00
	<u>2,050.00</u>	<u>2,050.00</u>
<u>Issued, subscribed and fully paid up</u>		
72,03,351 (as at March 31, 2024 62,64,183) Equity shares of Rs.10 each	720.34	626.42
Total	<u>720.34</u>	<u>626.42</u>



18 Other Equity

Particulars	Reserves and surplus				Other Comprehensive Income			Total
	Securities Premium Reserve	Capital Reserves	Capital Reserves on Business Combination	Retained earnings	Re-measurement of defined benefit obligations	Equity Instruments through other comprehensive income	Foreign Currency Translation Reserve	
Balance as at March 31, 2023	2,479.89	10.07	-	(732.62)	(25.24)	0.94	-	1,733.03
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	519.62	-	-	-	519.62
Other comprehensive income for the year	-	-	-	-	(20.19)	0.48	-	(19.72)
Total Comprehensive Income for the year	-	-	-	519.62	(20.19)	0.48	-	499.90
As at March 31, 2024	2,479.89	10.07	-	(213.00)	(45.44)	1.42	-	2,232.95
Add/ (Less)								
Profit/ (loss) for the year	-	-	-	702.01	-	-	-	702.01
Other comprehensive income for the year	-	-	-	-	(30.83)	(0.18)	5.57	(25.43)
Total Comprehensive Income for the year	-	-	-	702.01	(30.83)	(0.18)	5.57	676.57
Securities Premium on equity shares issued	8,706.06	-	-	-	-	-	-	8,706.06
Adjustments on Business Combination	(0.59)	482.32	-	184.47	-	-	47.04	713.24
On derecognition of Non Controlling Interest	-	-	(1,011.06)	-	-	-	-	(1,011.06)
Share issue Expenses	(282.50)	-	-	-	-	-	-	(282.50)
As at March 31, 2025	10,902.86	492.39	(1,011.06)	673.48	(76.27)	1.24	52.62	11,035.27



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Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
19 Non - Current borrowings		
Working Capital Term Loan (Secured)		
From Banks (see footnote a below)	560.69	1,312.96
Term loans (secured)		
From others (see footnote c below)	5.94	44.10
From banks (see footnote b below)	568.78	854.67
Liability Component of Preference Shares (see footnotes d, e, f below)	-	1,001.71
Term Loans from others (unsecured) (see footnote g below)	-	490.00
Total	1,135.41	3,703.44

Footnotes:

a. Working Capital Term Loans from Banks are Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai and Ultimate Holding Company, Indo National Limited (upto 6th June, 2024).

b. One FCNR term loans carries interest rates of 7.88% to 7.94% (Previous year 8.03% to 9.03%) per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 78 monthly instalments of USD 18,333 (approx. Rs. 15.27 lakhs) each, the first instalment is payable in September 2019 the last instalment payable in February 2026.

The Company has taken another loan of Rs. 800 lakhs during the year for purchase of Machinery which carries an interest rate of 7.90% to 8.81% per annum. This facility is secured by equitable mortgage of factory land and building and hypothecation charge on the entire plant and machinery and other movable and immovable assets and on the inventories and receivables of the Company. The loan is repayable in 73 monthly instalments of USD 13,429 (approx. Rs. 11.19 lakhs) each, the first instalment is payable in April 2024 the last instalment payable in May 2030.

The Company has taken 2 vehicle loans from banks which carries interest rate of 7.50% to 8.00% per annum. This loan is secured by hypothecation of the vehicle and is repayable in 24 equated monthly instalments.

c. Vehicle loan from Financial Institution is a secured facility with exsquisite first charge on the vehicle financed from this facility. The loan carries an interest rate of 8.5525% per annum is repayable in 36 equated monthly instalments of Rs. 1.42 lakhs each, the last instalment payable in November 2025, after which the vehicle will be sold to the financier at an amount of Rs. 36 lakhs. Also see note no. 23.

d. Preference shares:

Particulars	March 31, 2025		March 31, 2024	
	Number of Shares	Rupees in lakhs	Number of Shares	Rupees in lakhs
At the beginning of the year	8,000,000	800.00	8,000,000	800.00
Less : Redeemed during the year	(8,000,000)	(800.00)	-	-
At the end of the year	-	-	8,000,000	800.00

Rights, preferences and restrictions attached to shares:

The Company had issued 8,00,000 1% Cumulative Optionally Convertible Preference Shares of Rs. 100/- each at par for the financial year 2017 - 2018. The terms of contract require contractual payments in cash at the time of redemption at premium and 1% dividend on cumulative basis. The shares are cumulative, non-participating and optionally convertible with the conversion option being triggered if and upon the Company defaulting on redemption of the shares.

Details of shareholders holding more than 5% shares

Particulars	March 31, 2025		March 31, 2024	
	Number of Shares	% holding	Number of Shares	% holding
Helios Strategic Systems Limited	-	-	8,000,000	100%

e. Unsecured loans

Unsecured loans were classified under non-current borrowing based on renewal terms entered into with the lenders. During the year, the amounts are classified under current borrowing. The loans carry interest ranging from 14% to 15.5%.



Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
20 Non-current lease liabilities		
Lease liabilities (Refer Note No. 42)	94.91	78.09
Total	94.91	78.09
21 Non Current provisions		
Provision for employee benefits		
Provision for compensated absences benefits (Refer Note No. 43)	162.04	127.26
Gratuity (Refer Note No. 43)	76.37	60.93
Warranty Provisions	743.97	-
Total	982.38	188.19
22 Other non current liabilities		
Deferred government grant	206.91	227.24
Contract liabilities - Advances from customers	-	937.90
Total	206.91	1,165.14
23 Current borrowings		
Loans repayable on demand		
From a bank (Secured)		
Cash credit (See footnote a, b below)	3,185.06	5,829.14
Export packing credit (See footnote c below)	1,285.82	653.34
Current maturities of long-term debt (refer Note 19)		
Term loans from Bank	782.66	863.87
Term Loans from others (unsecured) (see footnotes e below)	470.00	12.64
Term loans from Financial Institution (secured) - Vehicle Loan	38.52	-
Liability Component of Preference Shares (see footnotes d, e, f below)	-	430.88
Book Overdraft (refer footnote c below)	187.93	-
Loans and advances from related party (unsecured)		
From Helios	-	535.00
From Directors	1,000.00	-
Total	6,949.99	8,324.87

Footnotes:

a. Secured by hypothecation of stocks of Raw Material, Stock in Process, Finished goods, Consumables and book-debts and all other current assets. Secured by mortgage of land and building and movable assets at plot no. 34, 35, 36, 41, 42, 43 and 61A. Extension of charge over remaining fixed assets. Also secured by personal guarantee of Shekhar Sardesai and Ultimate Holding Company, Indo National Limited (upto 6th June 2024). The cash credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company.

b. The export packing credit facility is secured by an exclusive first charge on inventories and receivables of the Company, equitable mortgage of factory land and building and movable assets and hypothecation charge on plant and machinery of the Company. The facility carries an interest rate of 3.25% to 6.25% per annum (during the year ended March 31, 2024 3.25% per annum).

c. Book Overdraft represents cheques issued by the Company not presented as on March 31, 2025.

d. Loans from Holding Company and Directors are unsecured and repayable on demand and carry interest rate from 9% to 13%.

24 Lease Liabilities

Lease liabilities (Refer Note No. 42)	32.43	27.27
Total	32.43	27.27



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Notes forming part of the financial statements as at and for the year ended March 31, 2025

Consolidated Financial Statements

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
26 Other financial liabilities		
Interest accrued but not due on borrowings	21.56	22.87
Payables on purchase of fixed assets	7.92	5.80
Total	29.48	28.67
27 Provisions		
Provision for employee benefits Compensated absences (Refer Note No. 43)	124.48	111.49
Provision for employee benefits Gratuity (Refer Note No. 43)	96.48	64.89
Total	220.96	176.38
28 Current tax liabilities (net)		
Income tax liabilities less payments	-	6.08
Total	-	6.08
29 Other current liabilities		
Contract liabilities - Advances from customers	1,347.43	2,823.51
Statutory remittances (Contributions to PF, ESIC and LWF, withholding taxes, GST etc.)	109.04	175.03
Deferred government grant	20.33	20.33
Other payables	2,176.29	3.85
Total	3,653.09	3,022.72



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Consolidated Financial Statements

CIN: U24134GA1994PLC001672

Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
25 Trade payables		
Total outstanding dues of micro enterprises and small enterprises	903.85	37.46
Total outstanding dues of creditors other than micro enterprises and small enterprises	5,808.64	4,538.32
Total	6,712.49	4,575.77

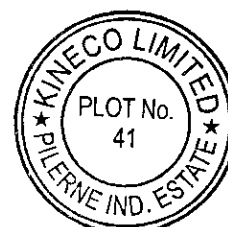
A Trade Payables Ageing

Particulars	As at March 31, 2025					Total
	Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro and Small	884.51	19.35	-	-	-	903.85
(ii) Others	5,578.14	205.36	0.66	-	1.63	5,785.78
(iii) Disputed dues - Others	-	-	0.58	3.40	18.88	22.86

Particulars	As at March 31, 2024					Total
	Rupees in lakhs					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro and Small	34.81	0.57	0.67	1.41	-	37.46
(ii) Others	3,842.00	685.00	1.76	3.93	5.63	4,538.32
(iii) Disputed dues - Others	-	-	-	-	-	-

B The details relating to Micro and Small Enterprises in terms of the Micro, Small and Medium Enterprises Development Act, 2006 are as follows and have been made on the basis of confirmations received from suppliers regarding their status under the said act;

Particulars	As at March 31, 2025	As at March 31, 2024
	Rupees in lakhs	Rupees in lakhs
Outstanding principal Amount and Interest as on March 31, 2025		
- Principal amount	903.85	34.81
- Interest due thereon	0.00	0.00
Amount of interest paid along with the amounts of payment made beyond the appointed day	-	-
Amount of interest due and payable (where the principal has already been paid but interest has not been paid)	-	0.57
The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	2.65
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	-	-



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Particulars	Year ended March 31, 2025 Rupees in lakhs	Year ended March 31, 2024 Rupees in lakhs
30 Revenue from operations		
<u>Sale</u>	24,237.04	17,353.09
<u>Other Operating Income</u>		
Scrap sale	16.28	20.67
Export incentives	232.73	78.56
Total	24,486.05	17,452.32

The Company's current contract with customers for sale of Composite structures can be classified as (i) Manufacture and sale of parts as such and (ii) Manufacture and sale of parts on job work basis (iii) Sales of Services

Manufacture and sale of parts: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. In this case, the customer representative normally inspects and approves the part for despatch. This part is a specific part manufactured as per the design provided by the customer, such acceptance is considered to be indicative of the customer having obtained the ability to direct the use of and obtain substantially all of the remaining benefits from the part. The contract with the customers provides the part to be delivered to its specified location and hence the revenue is recognised once the parts are placed with the carrier at the origin destination.

Payments for these parts are received in accordance with the contract with the customer, which includes certain advance amount in some cases and balance payments on delivery of the parts as per the agreed credit terms. As the advance gets adjusted within the normal operating cycle of 12 months, the advance received is not considered to be towards a significant financing arrangement requiring adjustment to the transaction price.

Manufacture and sale of parts of job work basis: Each deliverable part is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The tools and the raw materials required for the manufacture of these parts are provided by the customer free of charge. Though the physical control of these tools and raw material is with the Company, the customer directs their use and are returnable on completion of the job work process. Further these tools and raw material are specific to the deliverable part of the customer and cannot be used for any other purpose and hence these are not considered to have any effect on the transaction price from the non cash consideration perspective. The contract with the customers provides the part to be delivered on FOR basis and hence the revenue is recognised once the parts are delivered to the customers premises.

Sale of services: Each installation and commissioning contract is considered as a separate performance obligation in itself and has a clearly identifiable transaction value. The customer representative normally inspects and approves the installed components and provides the installation completion certificate. On approval the revenue is recognised.

Payments for these services are received in accordance with the terms agreed in the contract with the customer.



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Particulars	Year ended March 31, 2025	Year ended March 31, 2024
	Rupees in lakhs	Rupees in lakhs
<u>Sale</u>		
Manufacture and sale of parts as such	22,005.75	15,714.62
Sale of Traded Goods	-	378.19
Manufacture and sale of parts on job work basis	285.42	251.39
Sales of Services	1,945.88	1,008.89
	24,237.04	17,353.09
<u>Geographical markets</u>		
Other Countries	12,404.38	5,155.76
India	11,832.66	12,197.33
	24,237.04	17,353.09

31 Other Income**Interest Income**

- on bank deposits	198.68	186.74
- on income tax refund	6.44	2.78
- on Interest others	-	37.40
- on Interest on Loan to Related Party	0.75	10.61

Other Non operating income

Sundry balances written back (net)	9.44	0.21
Vivad Se Vishwas Late Delivery Charges	-	100.58
Deferred government grant income	20.33	15.78
Profit on sale of assets	0.09	2.12
Custom incentives	41.80	39.06
Net gain on foreign currency transactions and translations	22.11	109.63
Rent from sub-lease of plot no 61	46.86	62.48
Miscellaneous Income	7.04	-

Total	353.54	567.39
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32 Cost of materials consumed

Stock at Commencement	2,422.76	1,689.16
Add: Purchases ,Stores & Spares	14,682.30	9,243.74
	17,105.06	10,932.90
Less: Stock at close	4,937.75	2,422.76
Total	12,167.31	8,510.14



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CIN: U24134GA1994PLC001672

Particulars	Year ended March 31, 2025 Rupees in lakhs	Year ended March 31, 2024 Rupees in lakhs
33 Changes in inventories of finished goods work-in-progress and stock-in-trade		
Inventories at the end of the year		
Work in Process	1,101.77	1,019.08
Stock-in-trade	-	-
Finished Goods	1,667.52	16.39
	<u>2,769.30</u>	<u>1,035.47</u>
Inventories at the beginning of the year		
Work in Process (including on merger)	1,290.87	536.86
Stock-in-trade	-	302.77
Finished Goods (including on merger)	16.39	-
	<u>1,307.26</u>	<u>839.63</u>
Net (increase)/ decrease	<u>(1,462.04)</u>	<u>(195.84)</u>
34 Employee benefits expenses		
Salaries and wages	4,571.17	2,650.16
Staff welfare expenses	101.08	92.62
Contribution to PF, ESIC, & Other Funds	154.81	131.59
Gratuity (Refer Note No. 43)	55.08	43.41
Total	<u>4,882.15</u>	<u>2,917.78</u>
35 Finance costs		
Interest on borrowings from banks	543.11	811.78
Interest on borrowings from holding company (including preference shares)	129.79	187.14
Interest on others	90.98	131.34
Others borrowing costs	43.31	57.51
Interest on Lease Liability	2.67	1.87
Net loss on foreign currency transactions and translations (considered as finance costs)	15.11	11.10
Total	<u>824.97</u>	<u>1,200.73</u>



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Notes forming part of the financial statements as at and for the year ended March 31, 2025

CIN: U24134GA1994PLC001672

Particulars	Year ended March 31, 2025 Rupees in lakhs	Year ended March 31, 2024 Rupees in lakhs
36 Other expenses		
Outsourced Services	731.12	705.13
Packing Material consumed	11.92	31.30
Consumption of stores and spare parts	559.45	324.84
Labour expenses	47.54	62.02
Fuel, power and water	221.21	199.10
Security Expenses	114.97	99.80
Design and Engineering Expenses	1.94	1.59
Repair & Maintenance:		
- Plant & Machinery	118.96	90.91
- Building	76.11	34.62
- Others	97.93	69.44
Rates & Taxes	23.35	19.03
Printing and stationery	15.87	17.19
Travelling & Conveyance	161.51	162.20
Communication Charges	56.12	41.46
Insurance Charges	134.02	92.26
Rent	87.30	19.84
Professional Fees	815.09	446.31
Auditor's Remuneration:		
- For Audit Matters	25.23	14.05
- For Taxation Matters	2.40	2.40
Internal Audit & Other Matters	13.27	13.06
Amortisation of right of use of leased assets (Refer Note 42)	35.44	11.38
Sundry Balances written off	10.37	0.02
Late Delivery Claims	19.04	167.69
Miscellaneous Expenses	175.12	46.61
Donation	0.95	4.95
Scrap Disposal	20.85	11.77
Inspection & Testing Charges	41.13	38.87
Sales & Agents Commission	161.52	152.07
Recruitment expenses	1.36	-
Royalty	31.71	7.69
Establishment expenses	32.02	27.64
Corporate social responsibility expenses (Refer note 48)	16.62	20.00
Provision for doubtful debts	11.99	22.17
Advertisement and business promotion Expenses	301.01	214.24
Freight Charges Outward	655.27	432.46
Net loss on foreign currency transactions and translations	5.81	8.14
Total	4,835.50	3,612.22



Particulars	Year ended March 31, 2025	Year ended March 31, 2024
	Rupees in lakhs	Rupees in lakhs
37 Tax expense		
a Income tax recognised in Statement of Profit and Loss		
Current tax in respect of current year	131.29	133.62
Tax of prior years	(3.42)	(6.58)
Deferred tax	377.60	216.97
Total	505.47	344.01
b The reconciliation of estimated income tax expense at Indian Statutory income tax rate to income tax expense reported in Statement of Profit and Loss is as follows:		
Profit before tax	2,228.17	1,110.90
Indian statutory income tax rate (Average of rates adopted by holding and subsidiary company)	25.17%	25.17%
Income tax expense	396.87	279.59
Effect of expenses that are not deductible in determining taxable profit	36.09	113.52
Effect of expenses that were disallowed in the previous years, deductible in determining taxable profit	(15.12)	(152.90)
Effect of set off of brought forward losses against taxable profit and temporary difference relating to depreciation allowance including the sale of plant and machinery for which deferred tax liabilities have been recognised	94.42	75.07
Effect of temporary difference relating to depreciation allowance and provisions for which deferred tax liabilities have been recognised	-	27.68
MAT payable / (reversed)	-	-
Reduction/ (increase) in DTA on account of brought forward / carried forward losses	-	-
Permanent difference on expenses disallowed	2.82	7.62
Taxes of prior years	(3.42)	(6.58)
Change in Tax rates	(6.19)	-
MAT credit entitlement	-	-
Income tax expense recognised in Statement of Profit and Loss	505.47	344.01
c Income tax recognised in Other Comprehensive Income		
Deferred tax		
Arising on income and expenses recognised in other comprehensive income:		
Remeasurement of defined obligations and equity instruments	(6.19)	4.94
Impact of Set-off of brought forward losses	-	-
Total income tax recognised in other comprehensive income	(6.19)	4.94
Bifurcation of the income tax recognised in other comprehensive income into:		
Items that will not be reclassified to profit or loss	(6.19)	4.94
Total	(6.19)	4.94



38 Financial instruments

i. Financial risk management objective and policies

This section gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet. Details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 2(i).

ii. Financial assets and liabilities:

The accounting classification of each category of financial instruments, and their carrying amounts and fair values, are set out below:

				Rupees in lakhs
Financial Assets	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2024				
Non-Current Investments*	-	1.32	-	1.32
Trade receivables	-	-	8,897.43	8,897.43
Cash and cash equivalents	-	-	1,162.48	1,162.48
Other bank balances	-	-	1,913.82	1,913.82
Other current financial assets	-	-	283.78	283.78
Other Non current financial assets	-	-	1,139.96	1,139.96
Total	-	1.32	13,397.46	13,398.78
As at 31st March 2025				
Non-Current Investments*	-	1.14	-	1.14
Trade receivables	-	-	11,511.22	11,511.22
Cash and cash equivalents	-	-	2,911.64	2,911.64
Other bank balances	-	-	1,384.81	1,384.81
Other current financial assets	-	-	515.16	515.16
Other Non current financial assets	-	-	27.63	27.63
Total	-	1.14	16,350.46	16,351.61

* other than equity instruments held in associates

				Rupees in lakhs
Financial Liabilities	Fair value through profit or loss	Fair value through other comprehensive income	Amortised cost	Total carrying value
As at 31st March 2024				
Non-current borrowings	-	-	3,703.44	3,703.44
Current borrowings	-	-	8,324.87	8,324.87
Non Current Lease Liabilities	-	-	78.09	78.09
Trade payables	-	-	4,575.77	4,575.77
Lease Liabilities	-	-	27.27	27.27
Other current financial liabilities	-	-	28.67	28.67
Total	-	-	16,738.11	16,738.11
As at 31st March 2025				
Non-current borrowings	-	-	1,135.41	1,135.41
Current borrowings	-	-	6,949.99	6,949.99
Non Current Lease Liabilities	-	-	94.91	94.91
Trade payables	-	-	6,712.49	6,712.49
Lease Liabilities	-	-	32.43	32.43
Other current financial liabilities	-	-	29.48	29.48
Total	-	-	14,954.71	14,954.71

iii. Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

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 asset or liability that are not based on observable market data (unobservable inputs)

			Rupees in lakhs
	As at March 31, 2025	As at March 31, 2024	
Financial assets - at fair value through other comprehensive income:			
Non-Current Investments (other than equity instruments of subsidiaries)	1.14	1.32	
Total	1.14	1.32	



iv Risk management framework

a) Risk management

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. These risks include market risk, credit risk and liquidity risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risk and adherence to limits. The risk management process is regularly reviewed by the Company's board of directors.

b) Treasury management

The Company's treasury function provides services to the business, co-ordinates access to financial markets, monitors and manages the financial risks relating to the operations of the Company through internal reports which analyses exposures by degree and magnitude of risks. These risks include market risk (currency risk and interest rate risk), credit risk, liquidity risk and cash flow interest rate risk.

c) Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rate and interest rates.

d) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments. The Company's customers include government bodies/ public sector undertakings as well as private companies. The credit worthiness of the customers is evaluated based on publicly available information and the Company's historical experiences.

Credit period varies as per the contractual terms with the customers. No interest is generally charged on overdue trade receivables. Exposures to customers outstanding at the end of each reporting period are reviewed to determine incurred and expected credit losses and the Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade receivables.

e) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by continuously monitoring of forecasts and actual cash flows and by matching the maturity timelines of the financial assets and liabilities and utilising the its borrowing facilities appropriately to meet its financial obligations.

The following table provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at March 31, 2025	Amounts in lakhs		
	Less than 1 year	1 to 5 years	Total
Interest bearing liabilities	782.07	5,608.89	6,388.96
Trade payables	6,687.35	25.14	6,712.49
Other financial liabilities	29.48	94.91	124.39

As at March 31, 2024	Amounts in lakhs		
	Less than 1 year	1 to 5 years	Total
Interest bearing liabilities	863.87	10,185.92	11,049.79
Trade payables	4,562.37	13.40	4,575.77
Other financial liabilities	28.67	78.09	106.76

v Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The Company aims to maintain an optimal capital structure through combination of debt and equity in a manner so as to minimise the cost of capital.

The Company monitors its capital using Gearing Ratio, Net Debt (Short Term and Long Term Borrowings including Current maturities) divided by Total Equity (Capital plus net debt).

	Amounts in lakhs	
	As at March 31, 2025	As at March 31, 2024
Long term borrowings (Refer note 19)	1,135.41	3,703.44
Short term borrowings (Refer note 23)	4,470.88	6,482.48
Current maturities of long term debt (Refer note 23)	782.66	863.87
Net debt	6,388.95	11,049.79
Total equity	15,711.66	5,189.18
Total capital	22,100.61	16,238.97
Gearing ratio	29%	68%



39 Contingent liabilities

- (i) Bank Guarantees issued by the bank on behalf of the Company Rs 826.17 lakhs (Previous year: Rs. 810.89 lakhs)
- (ii) Letter of Credit issued by the bank on behalf of the Company: NIL (Previous year: Rs 73.85 lakhs)
- (iii) Claims against the Company for pending cases Rs 817.98 lakhs (Previous year Rs. 817.98 lakhs)
Kineco was awarded a Contract to supply 191 coaches by Modern Coach Factory, Raebareilly (MCF). However, during the course of execution of the Contract, due to various reasons including delays in receiving various approvals from MCF, the said Contract could not be completed within the delivery period.
MCF vide the impugned order dated 28.10.2022, cancelled the Contract and passed an order for recovery of amount i.e. Rs. 8,17,97,681.70 (Rupees Eight Crore Seventeen Lakhs Ninety Seven Thousand Six Hundred and Eighty One Seventy Paise Only) from Kineco. Kineco challenged the impugned order and invoked Arbitration. Upon appointment of the Arbitral Tribunal, Kineco filed an Application under Section 17 of Arbitration Act 1996, seeking Interim relief until the final disposal of the arbitral proceedings.
The Hon' Arbitral Tribunal, after hearing both sides awarded Rs. 2,44,57,726/- (Rupees Two Crores Forty Four Lakhs Fifty Seven Thousand Seven Hundred and Twenty Six only) to the Company on 19.06.2023. In addition, an interest of 9.5% p.a shall be paid by MCF from 46th day from the date of publication in case MCF fails to make the payment within 45 days from the date of publication of the award.
Challenging the order of the Hon' Arbitration Tribunal, Modern Coach Factory have filed an appeal in the Hon' Commercial Court at Lucknow on 19.09.2023
- (iv) Corporate Guarantee on behalf of Joint venture Rs. 500.00 lakhs (Previous year Rs. 500.00 lakhs)
- (v) The Company has imported capital goods/ raw materials under the Export Promotion Capital Goods Scheme ("EPCG Scheme") / Advance licence ("Advance Licence scheme") and executed bonds aggregating Rs. 1,300.00 lakhs (March 31, 2024 Rs 1300.00 lakhs) in favour of Customs authorities. The Company is liable to pay the whole of the customs duty saved on such imported goods, along with interest at 15% per annum from the date of clearance of goods till the date of payment of duty, if it fails to discharge its export obligations as prescribed under the Schemes. Under the Schemes, the Company has to earn foreign currency worth Rs. 2,885.40 lakhs (March 31, 2024 Rs 2,885.40 lakhs) in aggregate. The obligations are to be fulfilled within a period of 1.5-6 years from the date of issue of import licences. Import licenses have been issued at various points in time and the time limit of 1.5-6 years for licenses for which such obligation is pending to be fulfilled ends on May 31, 2029. As, at the year end, the balance export obligation is NIL (March 31, 2024 Rs. 1,033.84 lakhs) which is to be fulfilled by earning foreign exchange from Company's operations.

Based on its business plans the Company does not expect any additional liability to devolve in respect of the above and therefore no provision has been held in the accounts.

40 a Commitments:

- (i) Estimated amount of contracts remaining to be executed on capital account: Rs 835.51 lakhs (Previous year: Rs. 41.80 lakhs)
- (ii) The wholly owned subsidiary Semvac A/S of Kineco Train Tech Private Limited (Subsidiary Company) has reported that it has rent liabilities related to properties amounting to DKK 1,118 thousand (equivalent to INR 138.48 lakhs) with remaining contract terms of 3-6 months as at 31 March 2025. Furthermore, the subsidiary has reported liabilities under operating leases for cars and IT equipment etc., totalling DKK 460 thousand (equivalent to INR 56.97 lakhs) with remaining contract terms of 1-22 months as at 31 March 2025.
- b Contingent Assets:**
The wholly owned subsidiary Semvac A/S of Kineco Train Tech Private Limited (Subsidiary Company) has reported in its financial statements that the company has tax loss carry-forward totalling DKK 115,156 thousand and temporary differences totalling DKK 9,156 thousand. The nominal tax value thereof is 22%, totalling DKK 27,349 thousand. Of this, DKK 23,865 has not been recognised in the balance sheet of the subsidiary due to the uncertainty for utilisation.
- c Events after the balance sheet date:**
The wholly owned subsidiary Semvac A/S of Kineco Train Tech Private Limited (Subsidiary Company) has reported in its financial statements that the company after the balance date the Company received a judgement by the high court in a dispute related to disagreement on certain terms towards a supplier. The liability of DKK 5.7 million has consequently been accrued as of 31st March 2025.

41 Trade receivable, loans and advances and trade payable balances are subject to confirmation, reconciliation and consequent adjustments, if any.

42 Leases

The Company has entered into long term lease agreements with Goa Industrial Development Corporation for use of Industrial Land. This use of land as per the agreements has been identified as the right of use assets.

i. Right-of-use assets - Land

Particulars	Amount in lakhs
Right-of-use assets as of April 1, 2023 (date of transition) - Land	203.85
Add: Addition during the year	-
Less: amortised during the year	11.38
Right-of-use assets as of April 1, 2024 - Land	192.47
Add: Addition during the year	213.18
Less: amortised during the year	9.55
Balance as at March 31, 2025	396.10

ii. Lease liabilities

Particulars	Amount in lakhs
Lease liabilities as of April 1, 2023 (date of transition)	108.42
Add: Interest on Lease liabilities	1.86
Less: Payment during the year	4.92
Lease liabilities as of April 1, 2024	105.36
Add: Addition during the year	24.15
Add: Interest on Lease liabilities	2.17
Less: Payment during the year	9.55
Balance as at March 31, 2025	127.34

iii. Maturity analysis of lease liabilities

Particulars	Amount in lakhs Cash outflow undiscounted	
	March 31, 2025	March 31, 2024
a. Not later than one year	11.85	27.27
b. Later than one year and not later than five years	51.18	50.73
c. Later than five years	1,165.34	1,170.03
	1,228.37	1,248.03

- The lease term is for a definite period with no unconditional right with the Company to extend the lease period.
- The lease agreements provide for a 10% increase in lease rent every 3 years.
- The agreements provide for a subleasing of the leased land with prior approval of the lessor.
- The agreements provide for renewal option of the lease period. The option to be exercised within the time limit stipulated in the lease agreements. However, the renewal is at the discretion and subject to the approval of GIDC and hence to that extent conditional.
- The expenses relating to short term leases pertaining to leasing of equipments aggregated to Rs. 2.29 lakhs (Previous year Rs. 0.85 lakhs)



43 Employee benefits obligations:

Defined contribution plans:

Contribution to Defined Contribution Plan, recognised as an expense and included under "Employee Benefits Expenses" - Note 34 to the Statement of Profit and Loss are as under:

A sum of Rs 144.26 lakhs (Previous year Rs 117.78 lakhs) has been charged to the Statement of Profit and Loss towards contributions to provident and family pension fund.

Defined benefit plans:

The Company offers benefits under a defined-benefit plan in the form of a gratuity scheme to its eligible employees. The gratuity scheme covers substantially all regular employees. The plan provides for a lumpsum payment to its vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to fifteen days/ one month salary drawn at the time of the incident occasioning such payment, as applicable, payable for each completed year of service or part thereof in excess of six months. Vesting occurs up on completion of five years of service calculated as per the Payment of Gratuity Act, 1972.

The employees' gratuity fund scheme is managed by Life Insurance Corporation of India (LIC). The Company makes annual contributions to the plan. Commitments are actuarially determined at year-end. Actuarial valuation is based on "Projected Unit Credit" method.

Details of defined benefit plan - As per Actuarial valuation are as follows:

Particulars	Rupees in lakhs	
	March 31, 2025	March 31, 2024
I Components of defined benefit cost		
i Current service cost	46.91	38.50
ii Past service cost	-	-
iii Mortality charges and taxes	-	-
iv Interest cost on benefit obligation (net)	8.17	4.90
Total expense included in Statement of Profit and Loss (P&L)	55.08	43.41
v Actuarial loss/ (gain) arising from financial assumptions	43.12	7.95
vi Actuarial loss/ (gain) arising from experience adjustments	0.49	19.33
Total expense recognised in Other Comprehensive Income (OCI)	43.61	27.28
Total defined benefit cost recognised in P&L and OCI	98.68	70.69
II Actual contribution and benefits payments for the year		
i Actual contributions	41.16	19.61
ii Actual benefits payments	(2.41)	(4.36)
III Changes in present value of obligation during the year		
i Present value of defined benefit obligation as at the beginning of the year	394.30	326.48
ii Current service cost	46.91	38.50
iii Past service cost	-	-
iv Interest cost	28.48	22.74
v Benefits paid	(6.33)	(19.27)
vi Actuarial loss/ (gain) arising from financial assumptions	43.11	24.24
vii Actuarial loss/ (gain) arising from experience adjustments	-	1.61
Present value of defined benefit obligation as at the end of the year	506.47	394.30
IV Changes in fair value of plan of assets during the year		
i Fair value of plan of assets as at the beginning of the year	268.47	244.91
ii Interest income	20.32	17.83
iii Actual company contribution	51.66	26.46
iv Mortality charges and taxes	-	-
v Benefits paid	(6.33)	(19.27)
vi Return on plan of assets (excluding interest income)	(0.50)	(1.45)
Fair value of plan of assets as at the end of the year	333.62	268.47
V Net asset/ (liability) recognised in the Balance Sheet		
i Present value of defined benefit obligation	(506.47)	(394.30)
ii Fair value of plan of assets	333.62	268.47
Net asset/ (liability) recognised in the Balance Sheet	(172.85)	(125.83)
VI Actuarial assumptions		
i Discount rate	6.10%	6.97%
ii Expected return on plan of assets	NA	NA
iii Salary escalation rate	8.50%	8.50%
iv Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table
v Withdrawal rates	10.00%	10.00%
In the absence of detailed information regarding Plan assets which is funded with Life Insurance Corporation of India, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.		
VII Maturity profile of defined benefit obligation (rounded off to the nearest thousand)		
i Year 1	19.85	48.74
ii Year 2	27.35	39.27
iii Year 3	23.12	34.87
iv Year 4	10.40	21.98
v Year 5	45.59	58.91
vi Subsequent 5 years	64.37	120.39



The defined benefit plan is exposed to various actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

i. Investment risk- All plan assets are maintained in a trust fund managed by a public sector insurer viz; LIC of India. LIC has a sovereign guarantee and has been providing consistent and competitive returns over the years. The Company has opted for a traditional fund wherein all assets are invested primarily in risk averse markets. The Company has no control over the management of funds but this option provides a high level of safety for the total corpus. A single account is maintained for both the investment and claim settlement and hence 100% liquidity is ensured. Also interest rate and inflation risk are taken care of.

ii. Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.

iii. Longevity risk - The present value of the defined benefit obligation calculated by reference to the best estimate of the mortality of plan participants. An increase in the life expectancy of the plan participants will increase the plans liability.

iv. Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.

v. Quantitative sensitivity analysis for significant assumptions is as below:

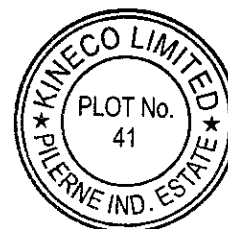
1% increase in discount rate	228.41	364.29
1% decrease in discount rate	272.49	429.19
1% increase in salary increment rate	268.40	424.88
1% decrease in salary increment rate	230.89	366.77

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

The Company operates a leave encashment scheme, which is a unfunded scheme. The present value of obligation under this scheme is based on an actuarial valuation using the Projected Unit Credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Details of defined benefit plan - As per Actuarial valuation are as follows:

Particulars	Rupees in lakhs	
	March 31, 2025	March 31, 2024
I Components of defined benefit cost		
i Current service cost	44.72	41.21
ii Past service cost	(6.82)	(5.04)
iii Mortality charges and taxes	-	-
iv Interest cost on benefit obligation (net)	9.88	8.16
Total expense included in Statement of Profit and Loss (P&L)	47.77	44.34
v Actuarial loss/ (gain) arising from financial assumptions	-	-
vi Actuarial loss/ (gain) arising from experience adjustments	-	-
Total expense recognised in Other Comprehensive Income (OCI)	-	-
Total defined benefit cost recognised in P&L and OCI	47.77	44.34
II Actual contribution and benefits payments for the year		
i Actual contributions	-	-
ii Actual benefits payments	-	(67.79)
III Changes in present value of obligation during the year		
i Present value of defined benefit obligation as at the beginning of the year	238.75	126.63
ii Current service cost	44.72	41.21
iii Past service cost	(6.82)	(5.04)
iv Interest cost	9.88	8.16
v Benefits paid	(16.74)	-
vi Actuarial loss/ (gain) arising from financial assumptions	-	-
vii Actuarial loss/ (gain) arising from experience adjustments	-	-
Present value of defined benefit obligation as at the end of the year	269.78	238.75
IV Changes in fair value of plan of assets during the year		
i Fair value of plan of assets as at the beginning of the year	-	-
ii Interest income	-	-
iii Actual company contribution	-	-
iv Mortality charges and taxes	-	-
v Benefits paid	(16.74)	-
vi Return on plan of assets (excluding interest income)	-	-
vii Fair value of plan of assets as at the end of the year	(16.74)	-
V Net asset/ (liability) recognised in the Balance Sheet		
i Present value of defined benefit obligation	(269.78)	(238.75)
ii Fair value of plan of assets	(16.74)	-
Net asset/ (liability) recognised in the Balance Sheet	(286.52)	(238.75)



CIN: U24134GA1994PLC001672

VI Actuarial assumptions			
i	Discount rate	6.97%	6.97%
ii	Expected return on plan of assets	NA	NA
iii	Salary escalation rate	8.50%	8.50%
iv	Mortality table used	Indian Assured Lives Mortality 2012-14 Ultimate table	Indian Assured Lives Mortality 2012-14 Ultimate table
v	Withdrawal rates	1% - 7.5%	1% - 7.5%
VII Maturity profile of defined benefit obligation (rounded off to the nearest thousand)			
i	Year 1	43.64	17.71
ii	Year 2	29.64	12.43
iii	Year 3	22.10	18.22
iv	Year 4	39.37	11.67
v	Year 5	19.34	26.49
vi	Subsequent 5 years	117.52	50.20

The defined benefit plan is exposed to various actuarial risks such as interest rate risk and salary risk.

- Discount rate risk - The present value of the defined benefit obligation is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Decrease in the bond rate will increase the plan liability; this will partially be offset by the increase in the interest on plan assets.
- Salary risk - The present value of the defined benefit obligation calculated by reference to the future salaries of the plan participants. An increase in the salary of the plan participants will increase the plan liability.
- Quantitative sensitivity analysis for significant assumptions is as below:

1% increase in discount rate	267.24	135.35
1% decrease in discount rate	308.71	156.00
1% increase in salary increment rate	308.09	155.73
1% decrease in salary increment rate	267.39	135.39

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

44 Related party information:

Related party information as required by Ind AS 24 is given below:

A. Names of the related parties and their relationships:

- Ultimate Holding Company
Indo National Limited (upto 06th June 2024)
- Holding Company
Helios Strategic Systems Limited (upto 06th June 2024)
- Joint Venturer with 49% ownership (upto September 21, 2024)
Kaman Aerospace Group Inc. (Kaman Corporation Inc.)
- Associates (with whom transactions have taken place during the year) (upto September 21, 2024)
Kaman Aerosystems - Kaman Composites CT
Kaman Composites - UK Limited
- Group Company of Associate Company
Exel Composites (Nanjing) Co. Ltd.
Exel Composites UK
Exel Composites NV
Nanjing Jingheng Composite Material Co., Ltd
Exel Composites Oyj
Diversified Structural Composites Inc.
- Key Management Personnel
Mr. Shekhar Sardesai - Chairman and Managing Director
Mr. Vinay Jagtap - Executive Director
Mr. Prashant Naik - Director
Mr. Vivekanand Pauskar - Chief Financial Officer
Mrs. Manisha Naik Shirgaonkar - Company Secretary
Mr. Lalit Balmukund Aganwal - Director (from 01.10.2024)
Mr. Pankaj Prasoon - Director (from 01.10.2024)
Mr. Girish Dasai - Director (from 03.10.2024)
- Enterprise in which significant influence is exercised by Key Management Personnel
Gajanana Assets and Projects SPV LLP



B Transactions with related parties:

i) Details relating to parties referred to in items A (i), (ii), (iii), (iv), (v) and (vi) above:

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2025	March 31, 2024
1) Revenue			
Sale of goods	Exel Composites NV	187.86	114.35
	Kaman Composites - Vermont, Inc	-	16.81
Sale of Service	Kaman Composites - Vermont, Inc	-	27.10
2) Expenses			
Purchase of raw material	Kaman Composites - Vermont, Inc	1.72	16.63
	Diversified Structural Composites Inc.	2.55	2.29
	Exel Composites Oyj	8.70	-
Finance Cost	Shekhar Sardessai	26.44	4.46
	Helios Strategic systems Limited - Loan	13.81	103.07
	Helios Strategic systems Limited - Preference shares	16.29	96.00
	Exel Composites Oyj	49.51	-
Recovery of Expenses	Exel Composites Oyj	21.63	2.79
	Shekhar Sardessai	8.07	-
Expenses reimbursed	Exel Composites Oyj	26.66	13.69
3) Purchase of Fixed Assets			
	Exel Composites UK	25.06	1.29
	Diversified Structural Composites Inc.	1.43	236.33
	Nanjing Jingheng Composite Material Co., Ltd	24.85	44.37
	Exel Composites Oyj	30.66	-
4) Issue of Equity Shares at premium	Mr. Pankaj Prasoan	382.70	-
5) Redemption of Preference shares	Helios Strategic systems Limited	800.00	-
6) Loans Taken / (Repaid)			
	Helios Strategic systems Limited	(535.00)	-
	Exel Composites Oyj	1,365.93	160.00
	Shekhar Sardessai	100.00	-
	Shekhar Sardessai	(100.00)	-

Particulars	Name of the Related Party	Rupees in lakhs	
		March 31, 2025	March 31, 2024
7) Outstanding receivable / (payable) as at the end of the period			
	Kaman Composites - Vermont, Inc		
	- Trade payables	-	(2.52)
	- Trade receivable	-	21.03
	Helios Strategic systems Limited		
	- Trade payables	-	(540.32)
	Diversified Structural Composites		
	- Trade Payable	(3.95)	(213.96)
	Exel Composites OYJ		
	- Trade Payable	(91.82)	(12.44)
	- External Commercial Borrowings	(1,385.93)	-
	Nanjing Jingheng Composite Material Co., Ltd		
	- Trade Payable	-	(40.43)
	Exel Composites UK		
	- Trade Payable	(11.13)	-
8) Corporate guarantee from	Indo National Limited	-	2,782.00

ii) Details relating to persons referred to in item A (vi) above:

Remuneration to Key Management Personnel	Rupees in lakhs	
	March 31, 2025	March 31, 2024
Managerial remuneration paid to Shekhar Sardessai (Chairman & Managing Director)	216.17	175.16
Salaries and other employee benefits to whole-time directors and executive officers	187.79	146.65
	403.96	321.81
Outstanding receivable / (payable)		
Shekhar Sardessai (Chairman & Managing Director)		
- Loan	(503.44)	-
- Others	(10.56)	(3.18)
	(514.00)	(3.18)



45 Moulds, Dies & Tools developed in house for specific customer application are classified as "Composite Tooling" based on technical consideration. (Refer note 4). These are reflected in the Balance Sheet based upon technical and economic evaluation (including wear and tear) carried out by independent valuers but not exceeding the cost thereof. Further in case of economic factors underlying the valuation undergoing material or adverse changes, appropriate impairment adjustment will be carried out in the year of such adverse change. Based on such policy the company has decided to write off an amount of Rs. 335.43 lakhs (previous year Rs 407.02 lakhs)

46 Earnings per share:

Particulars	March 31, 2025	March 31, 2024
Profit for the year (Rupees in lakhs)	1,272.05	735.14
Weighted average number of equity shares	7,033,529	6,264,183
Nominal value of each equity shares	10.00	10.00
Basic and diluted earnings per share (in Rupees)	18.09	11.74

47 Foreign Currency Exposures:

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below.

i. Amount receivable in foreign currency on account of the following:-

Particulars	As at March 31, 2025		As at March 31, 2024	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade receivables and advances to suppliers				
- USD	1,528.89	17.89	1,183.74	14.22
- Euro	46.37	0.50	0.06	0.00
- GBP	-	-	1.21	0.01
- SGD	-	-	-	-
Advances to suppliers				
- USD	8.09	0.36	-	-
Cash and Bank balances				
- USD	123.36	1.44	589.20	7.07
- Euro	0.06	0.00	0.13	0.00
- GBP	0.68	0.01	0.07	0.00

ii. Amount payable in foreign currency on account of the following:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Rupees in lakhs	Foreign currency in lakhs	Rupees in lakhs	Foreign currency in lakhs
Trade payables and other current liabilities				
- EUR	117.43	1.27	13.04	0.14
- USD	152.60	1.79	159.14	1.91
- GBP	1.55	0.01	4.94	0.06
Other current liabilities				
- USD	382.15	4.58	-	-
Other non-current liabilities				
- USD	937.90	11.29	-	-
Foreign currency loans including interest there on				
- USD	878.51	10.25	1,166.60	14.00

48 Expenditure related to Corporate Social Responsibility as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof:

Financial Year	Amount required to be spent by the company during the year	Amount of expenditure incurred	Shortfall at the end of the year	Total of previous years shortfall	Reason for shortfall	Nature of CSR activities
Year ended March 31, 2025	-	18.62	-	-	Not Applicable	Donation for promoting education and culture
Year ended March 31, 2024	19.86	20.00	-	-	Not Applicable	Donation for promoting education and culture

* on account of merger, the requirement of CSR is not applicable considering the losses in the merged entity.

49 Details of Statements of current assets filed by the Company with banks which have been given as security against the borrowings from banks.

The monthly/quarterly returns filed with the bank are in agreement with the books of accounts.

50 Other disclosures

- The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- The Group has not advanced any loans or advances in the nature of loans to specified persons viz. promoters, directors, KMPs, related parties; which are repayable on demand or where the agreement does not specify any terms or period of repayment.
- The Group has utilised funds raised from issue of securities or borrowings from banks and financial institutions for the specific purposes for which they were issued/taken.
- The Group has not been declared as a wilful defaulter by any lender who has powers to declare a Group as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved
- 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:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries



- F. 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:
- 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.
- G. The Group does not have any transactions with struck-off companies.
- H. The Group does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the 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).
- I. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- J. The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- K. The Group does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period except Rs 7 crores satisfaction pending in case of HDFC Bank.
- L. The Group does not have any immovable Property whose title deeds are not held in the name of the Group.

51 Development of Composite Technology, Products and Process Know-How:

(i) Development of Composite Filament Winding Technology, products and process know-how

The Holding company has completed and commercialized a project for Research and Development in the field of filament Winding using advanced technology at an aggregate cost of Rs.227.18 lacs, in association with Indian Institute of Technology, Mumbai and Technology Information Forecasting Assessment Council, a body constituted by Govt. of India under Ministry of Science and Technology. Research and product development under this has been funded by TIFAC for Rs.99.50 Lakhs. Out of Rs.227.18 lac, Rs.33.31 lacs was expended on Building and Rs.134.71 lacs represent capital expenditure on Research, which is capitalized under appropriate assets heads. Balance Rs. 59.10 lacs represent expenditure on personnel, consultancy fees to IIT Mumbai and other consultant, premium payable to bridge TIFAC as per agreement, travelling, depreciation, interest on finance etc. These being incurred for "Development of Composite development process, are classified as Intangible Asset under Technology, Products and process Know-How".

(ii) Development of Composite Sky bus Coaches Technology, products and process know-how

The Holding company has completed R&D project for Development of composite sky bus coaches for Konkan Railway Corporation at an aggregate cost Rs. 186.47 lacs, in association with Indian Institute of Technology, Mumbai and TIFAC. TIFAC has committed financial assistance of Rs. 99.50 lacs of which Rs. 79.60 lacs has been disbursed till 31st March 2006. The Commercialisation of the sky bus Coaches Project for Konkan Railway Corporation is getting delayed due to decision of Konkan Railway to invite expression of interest from Private Enterprises for private participation in the project. However, during the year the Group has successfully leveraged this intangible asset in the form of Composite Technology, Products and Process Know-How Sky Bus Project. Using the technology developed under this project, the Group has manufactured and supplied substantial volume orders for seats, front end cab and interior train panelling for Indian Railways over the past 8 years.

(iii) The Development of Composite Technology, Products and Process Know-How for armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures.

The Holding company has incurred capital expenditure for Research and Development of armature cores (for power plants), carbon fibre cycle frame and forks, Canisters for projectile launchers and Optical telescopic structures at an aggregate cost of Rs. 286.67 lacs. The Group has received initial commercial order from customers for products developed from this research and development efforts and expects revenues over years arising out of the same.

(iv) The Development of Composite Technology, Products and Process Know-How for Sonar Dome

The Holding company has incurred capital expenditure for Research and development of composites Sonar Dome for ships through R&DE(E),BEL at an aggregate cost of Rs.99.46 lacs. The company has received commercial order from R&DE(E), BEL orders for manufacture and supply of sonar domes from these domes from these research and development efforts and expects revenues over years arising out of the same.

(v) The Development of Composite Technology for fabrication of Composites Sonar Dome for P15A Class Ships

Kineco in coordination with R&DEE, Pune, DRDO, Ministry of Defense, Govt. of India developed a unique technology for fabrication of Composites Sonar Dome for P15A Class Ships by vacuum assisted resin transfer moulding technical know-how process and testing method for quality assurance. With this know how process Kineco have successfully manufactured SONAR DOME to DRDO. The Sonar Dome is a protective cover to sonar equipment of surface war ships. This technology will be utilised to manufacture sonar domes to MDL/INDIAN ARMED FORCES/BEL in consultation with DRDO. As per the TOT the license to utilise the technology for manufacture in India and supply for 10 years.

(vi) The Development of Single and Double Leaf Door for Railway segment

The Company has successfully completed R&D for Modular Straight Door System for railway segment at an aggregate cost Rs.121.26 lakhs. This system has surpassed IRRDSO endurance requirements. The door control system is especially designed for remote controlled door operation through train line by train personnel using guard panel. This system will be utilised for Train18, Tejas, Metro Rail and Private Train Builders.

(vii) The Development of Reduced Mobility Toilet System for Indian railway and overseas buyers

The Company has inhouse facilities and expertise in development of rail coach interiors. The Company has successfully design and developed world class interiors for Indian railways over a period of time. The Company pleased to announce that the research and development of the world class Mobility Toilet System design specifically for railway applications has been successfully completed. The prototype has passed the validation as per Indian railway norms. The expenditure of Rs.94.72 lakhs incurred on this R&D project qualifies to be recognised as an intangible asset, since it has resulted in a commercially viable product with potential for large scale deployment and long term benefits. The expenditure incurred on this R&D shall be amortised over a period of 10 years or as per Company's R&D capitalisation policy/applicable accounting standards

(viii) Non Compete Fee

The company has incurred capital expenditure for Non Compete fee at an aggregate cost of Rs. 1,800.00 lakhs to protect its business interest and ensure unhindered business continuity by ensuring the limitation of use of various confidential and proprietary reports / data, sensitive information, trade secrets, strategies, customer / suppliers contacts, technical information, intellectual property and costing and pricing information, not otherwise available in public domain.

52 Kineco Limited has the following investments in subsidiaries / associates

- Kineco Aite Train Technologies Pvt Ltd wherein the company holds 16,21,787 (as at March 31, 2024 16,21,787) fully paid up Equity shares of Rs. 10/- each
- The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 01/10/2024 was approved vide order of the Regional Director (WR) dated 09/05/2025 (as at March 31, 2024 58,73,350 fully paid up Equity shares of Rs. 10/- each)
- Kineco Exel Composites India Pvt. Ltd wherein company holds 1,05,650 (as at March 31, 2024 82,880) fully paid up Equity shares of Rs. 100/- each
- Kineco Train Tech Private Limited wherein company holds 15,00,000 (as at March 31, 2024 Nil) fully paid up Equity shares of Rs. 10/- each

Note :-

In respect of Kineco Exel Composites Pvt. Ltd., the share of losses has exceeded investment in the Associate company. In compliance with Ind AS-28 Investments in Associates and joint ventures, the group has discontinued recognition of its share of further losses. The value of such share of losses not recognised as at March 31, 2024 was Rs. 282.38 lakhs. During the current year, the Company has made additional investment of Rs. 824.55 lakhs and as such share of losses of the current year of Rs. 415.54 lakhs has been recognised.



53 Business Combination

a) Acquisition of Semvac A/S by Kineco Train Technologies Private Limited (Subsidiary Company)

On December 23, 2024, the Company completed the acquisition of the Semvac A/s from Wabtec UK Holding Limited. The deal envisaged the acquisition of 100% equity interest in Semvac A/s for a total cash consideration of Rs 3,754.91 lakhs. The transaction is accounted as business combination under Ind AS 103.

The acquisition of Semvac A/S would strengthen Kineco Group's position in both international and domestic rail interior markets by providing immediate access to the European market, fast-tracking certification for Indian Railways, gaining proprietary component design capabilities, and enabling the offering of fully integrated sanitation system and thereby reducing reliance on external suppliers.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	3,754.91
Deferred contingent consideration	NIL
	<u>3,754.91</u>

Assets acquired and liabilities assumed:

The fair values of identifiable assets acquired and liabilities assumed as at the date of acquisition were :

	Rupees in lakhs
Non current Assets	953.85
Current Assets	9,807.09
Less: Provision for Bad & Doubtful debts	(46.51)
Less: Non current Liabilities assumed	(9.98)
Less: Current Liabilities assumed	(4,466.89)
Total Net Assets	<u>6,237.56</u>

Acquisition-related costs

In addition to cash consideration mentioned above, acquisition-related costs of Rs 125.07 lakhs paid towards professional and legal fees are included in 'Professional Fees' in the Statement of Profit and Loss.

Bargain Purchase

Capital Reserve of Rs 1,295.15 lakhs has been directly recognised in Other Equity in accordance with paragraph 36A in the consolidated financial statements of the Subsidiary Company.

Impact of acquisition on the results

The acquired business contributed revenues of Rs 4,457.46 and profit (before tax) of Rs 1,047.19 lakhs to the Subsidiary Company for the year ended 31st March, 2025.

b) Merger with Kineco Kaman Composites - India Private Limited

In the year 2012, Kineco had formed a joint venture with Kaman Aerospace Group (subsidiary of Kaman Corporation, USA) called "Kineco Kaman Composites - India Private Limited", and was holding 51% stake. In September 2024, the Company completed the total acquisition of the Kineco Kaman Composites - India Private Limited by acquiring the balance 49% from Kaman Aerospace Group Inc.

Thereafter, the shareholders in their meeting held on 10th March 2025 approved the scheme of merger between Kineco Kaman Composites India Pvt Ltd with Kineco Limited. The scheme of merger of Kineco Kaman Composites - India Private Limited with Kineco Limited with appointed date 1st October 2024, was approved vide order of the Regional Director (WR) dated 9th May 2025. Accordingly, the financial statements of Kineco Limited as on 31st March 2025 are presented giving effect to the merger with effect from 1st October 2024, in compliance with the said order.

Purchase consideration transferred:

	Rupees in lakhs
Upfront cash consideration	3,361.55
Deferred contingent consideration	NIL
	<u>3,361.55</u>

Assets acquired and liabilities assumed:

The values of identifiable assets acquired and liabilities assumed as at the date of merger were :

	Rupees in lakhs
Non current Assets	4,439.37
Current Assets	7,187.19
Less: Non current Liabilities assumed	(1,134.94)
Less: Current Liabilities assumed	(8,694.70)
Total Net Assets	<u>4,796.92</u>

Recognition of Goodwill / Capital Reserve

Business combinations arising from transfers of interests in entities that are under common control are accounted using pooling of interest method. The difference between consideration given and the aggregate historical carrying amounts of assets and liabilities of the acquired entity are recorded in equity. Capital Reserve of Rs 2,797.24 lakhs has been directly recognised in Other Equity in the financial statements.

Impact of acquisition on the results

The scheme of merger contributed revenues of Rs 5,560.71 and profit (before tax) of Rs 1,107.71 lakhs to the Standalone results of the Company for the year ended 31st March, 2025.



54 Details of Ratios are as under:

Ratios	2024-25	2023-24	% Variance	Reason for variance
i) Current Ratio	1.47	1.11	32%	On account of increase in current assets on Business Combination and Equity infusion
ii) Debt Service Coverage ratio	(0.50)	1.33	-138%	Due to reduction in debt from equity infusion and due to positive financial result from Business Combination
iii) Inventory Turnover Ratio	1.84	2.48	-26%	Increase in inventory level in FY 2024-25 on business combination
iv) Trade Payable Turnover Ratio	2.60	2.10	24%	
v) Net Profit Ratio	0.05	0.04	22%	
vi) Return on Investment	0.04	0.03	29%	Company achieved positive net profit in 2024-25 due to higher gross margin and overall financial performance and impact of Business Combination
vii) Debt-Equity Ratio	0.51	2.32	-78%	Debt is reduced using cash generated from business and increase in equity from infusion and due to positive financial result from Business Combination
viii) Trade Receivables Turnover Ratio	2.38	1.93	23%	
ix) Net Capital Turnover Ratio	2.96	9.77	-70%	Reduction in net working capital is achieved while turnover has increased
x) Return on Capital Employed	0.08	0.15	-44%	Impact of Equity Infusion and Business Combination

Note

- a Explanation is provided for any change in the ratio by more than 25% as compared to the preceding year.
b Refer note 57 regarding accounting of Business Combination w.e.f. 01/10/2024 and comparables.

Note

	2024-25	2023-24
i Current Assets (A)	25,804.65	17,939.99
Current Liabilities (B)	17,598.44	16,161.77
Current Ratio (A/B)	1.47	1.11
ii Earnings before Interest, Depreciation, and Tax (C)	4,023.24	3,285.05
Interest Expense (D)	824.97	1,200.73
Principal Repayments made during the period for long term loans and lease payments (E)	(8,799.98)	1,275.33
Debt Service Coverage ratio (C/(D+E))	(0.50)	1.33
iii Cost of Goods Sold (Cost of materials consumed + Changes in inventories of finished goods and work in progress) (F)	10,705.28	8,314.29
Average Inventories (G)	5,813.37	3,356.54
Inventory Turnover Ratio (F/G)	1.84	2.48
iv Purchases of Stock-in-Trade + Other Expenses (H)	14,682.30	9,243.74
Average Trade Payables (I)	5,644.13	4,398.14
Trade Payable Turnover Ratio (H/I)	2.60	2.10
v Profit After Tax (J)	1,307.16	766.89
Revenue from Operations (K)	24,253.32	17,373.76
Net Profit Ratio (J/K)	0.05	0.04
vi Net profit	1,272.05	735.14
Total Assets	35,761.90	26,565.75
Return on Investment (L/M)	0.04	0.03



vii	Total Debt (N)	8,085.40	12,028.30
	Total Equity (O)	15,711.66	5,189.18
	Debt-Equity Ratio (N/O)	0.51	2.32
viii	Revenue from Operations (P)	24,253.32	17,373.76
	Average Trade Receivables (Q)	10,204.32	9,014.55
	Trade Receivables Turnover Ratio (P/Q)	2.38	1.93
ix	Revenue from Operations (R)	24,253.32	17,373.76
	Average Working Capital (S)	8,206.21	1,778.22
	Net Capital Turnover Ratio (R/S)	2.96	9.77
x	Net Profit After Tax (T)	1,307.16	766.89
	Average capital employed (U)	15,711.66	5,189.18
	Return on Capital Employed (T/U)	0.08	0.15

Formulae for computation of ratios are as under :

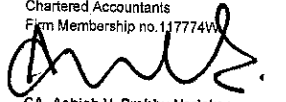
Sr. No.	Particulars	Formula
1	Current Ratio	$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$
2	Debt Service Coverage Ratio	$= \frac{\text{Earnings before Interest, Depreciation and Tax}}{\text{Interest Expense + Principal Repayments made during the period for long term loans and lease payments}}$
3	Inventory Turnover Ratio	$= \frac{\text{Cost of Goods Sold}}{\text{Average Inventories of Stock-in-Trade}}$
4	Trade Payables Turnover Ratio	$= \frac{\text{Purchases of Stock in Trade + Other Expenses}}{\text{Average Trade Payables}}$
5	Net Profit Ratio %	$= \frac{\text{Profit After Tax}}{\text{Revenue from Operations}}$
6	Return on Investment	$= \frac{\text{Net profit}}{\text{Total Assets}}$
7	Debt-Equity Ratio	$= \frac{\text{Total Debt}}{\text{Total Equity}}$
8	Trade Receivables Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Average Trade Receivables}}$
9	Net Capital Turnover Ratio	$= \frac{\text{Revenue from Operations}}{\text{Net Worth}}$
10	Return on Capital Employed	$= \frac{\text{Average Capital Employed}}{\text{Net Profit After Tax}}$

- 55 With regard to the Supreme Court ruling on the applicability of provident fund on all fixed allowances payable to employees, the Company has complied with the said ruling prospectively. With respect to the shortfall in the employer contribution and employee deductions respectively for period prior to the ruling, pending clarity on the matter with regard to the manner in which the shortfall is to be fulfilled, no provision is made in the books. Necessary provision will be made once the circular is issued / communication is received from the Provident Fund Authorities.
- 56 The Code on Social Security, 2020 and Code of wages, 2019 relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Codes have been published in the Gazette of India. However, the dates on which the Codes will come into effect has not been notified. The Company will assess the impact of the Codes when it comes into effect and will record any related impact in the period the Codes become effective.
- 57 Investment in subsidiary Kineco Kaman Composites- India Pvt Ltd was originally accounted for, under the acquisition method in accordance with Ind AS 110. Prior to the merger, the Company acquired the Non Controlling Interest in the subsidiary resulting in the subsidiary becoming wholly owned at the time of the merger. Being a common control business combination, Ind AS 103 - Business Combinations requires the transferee Company to account for the business combination from the earliest comparative period. As per the Scheme of Merger, the accounting treatment in the financial statements of the Company has been given effect from the appointed date October 01, 2024, which in compliance with order of the Regional Director (WR) dated May 09, 2025 approving the scheme. The comparative amounts for the previous year have been accordingly presented.

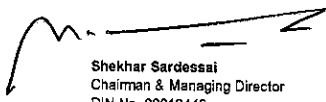


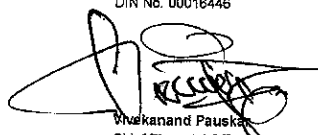
58 Previous year figures have been regrouped and/or rearranged, wherever considered necessary to make their classification comparable with that of the current year.

As per our report of even date attached
For M/S ASHISH V. PRABHU VERLEKAR & CO
Chartered Accountants
Firm Membership no. 117774W

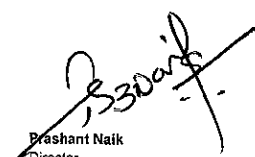

CA. Ashish V. Prabhu Verlekar
Proprietor
Membership No. 103874
Place: Panaji - Goa
Date: 30-06-2025


For and on behalf of the Board of Directors of
Kineco Limited.,


Shekhar Sardesai
Chairman & Managing Director
DIN No. 00016446


Vivekanand Pauskar
Chief Financial Officer

Place: Pilerne - Goa
Date: 30-06-2025


Prashant Naik
Director
DIN No. 01866118


Manisha Naik Shirgaonkar
Company Secretary
M. No. A34734

