



PRESSTONIC ENGINEERING LIMITED

FOURTH ANNUAL REPORT 2024-25

VISION:

- ❖ To be India's leader in manufacturing metro and rail sub - assemblies by 2030.
- ❖ To be the first choice for OEMs of diverse sectors to develop newer components.

MISSION:

- ❖ To be committed in meeting customer requirements and expectations.
- ❖ To provide the highest quality products at the most reasonable prices.
- ❖ To set a standard for the manufacturing of components and assemblies in diverse sectors.

PRESSTONIC ENGINEERING LIMITED

4TH ANNUAL REPORT FOR THE FY 2024-25





A. 1996- PRESSTON ENGINEERING CORPORATION

B. 2011-ENTERED INTO METRO RAILWAY SEGMENT

C. 2016- EN 15085-2 CERTIFICATION OBTAINED – WELDING OF RAILWAY VEHICLES AND COMPONENTS

D. 2019- SPECIAL APPRECIATION AWARD FOR “INNOVATION IN SEATING SOLUTIONS”

E. 2021- CONVERTED INTO PRESSTONIC ENGINEERING PRIVATE LIMITED

F. 2023- CONVERTED FROM PRIVATE LIMITED COMPANY TO PUBLIC LIMITED COMPANY I.E. “PRESSTONIC ENGINEERING LIMITED”

G. 2024- BAGGED ORDER TO SUPPLY TO “VANDE BHARAT TRAIN”

H. 2025- INCREASED OPPORTUNITIES IN THE EXPORT MARKET

**SPECIAL APPRECIATION AWARD FOR
“INNOVATION IN SEATING SOLUTIONS” IN 2019**



“FLIP-UP SEAT ASSEMBLY” IN 2023

 INTELLECTUAL PROPERTY INDIA PATENTS DESIGNS TRADE MARKS GEOGRAPHICAL INDICATIONS	 सत्यमेव जयते	ORIGINAL रजम सं/ Serial No. : 166422
पेटेंट कार्यालय, भारत सरकार डिजाइन के पंजीकरण का प्रमाण पत्र		
The Patent Office, Government of India Certificate of Registration of Design		
डिजाइन सं. / Design No. :	384725-001	
तारीख / Date :	25/04/2023	
पारस्परिकता तारीख / Reciprocity Date* :		
देश / Country :		
प्रमाणित किया जाता है कि संलग्न प्रति में वर्णित डिजाइन जो FLIP-UP SEAT ASSEMBLY से संबंधित है, का पंजीकरण, श्रेणी 06-01 में Presstonic Engineering Pvt. Ltd के नाम में उपर्युक्त संख्या और तारीख में कर लिया गया है।		
Certified that the design of which a copy is annexed hereto has been registered as of the number and date given above in class 06-01 in respect of the application of such design to FLIP-UP SEAT ASSEMBLY in the name of Presstonic Engineering Pvt. Ltd.		
डिजाइन अधिनियम, 2000 तथा डिजाइन नियम, 2001 के अधधीन प्रावधानों के अनुसरण में।		
In pursuance of and subject to the provisions of the Designs Act, 2000 and the Designs Rules, 2001.		
		
जारी करने की तिथि : Date of Issue :	26/04/2024	
*पारस्परिकता तारीख (यदि कोई हो) जिसकी अनुमति दी गई है तथा देश का नाम। डिजाइन का स्वत्वाधिकार पंजीकरण की तारीख से दस वर्षों के लिए होगा जिसका विस्तार, अधिनियम एवं नियम के निबंधनों के अधीन, पाँच वर्षों की अतिरिक्त अवधि के लिए किया जा सकेगा। इस प्रमाण पत्र का उपयोग विधिक कार्यवाही अथवा विदेश में पंजीकरण प्राप्त करने के लिए नहीं हो सकता है।		
The reciprocity date (if any) which has been allowed and the name of the country. Copyright in the design will subsist for ten years from the date of Registration, and may under the terms of the Act and Rules, be extended for a further period of five years. This Certificate is not for use in legal proceedings or for obtaining registration abroad.		

CERTIFICATE OF PATENT

"RETRACTABLE RAMP ASSEMBLY" IN 2023



पेटेंट कार्यालय, भारत सरकार

The Patent Office, Government of India

डिजाइन के पंजीकरण का प्रमाण पत्र

Certificate of Registration of Design

डिजाइन सं. / Design No. : 384724-001

तारीख / Date : 25/04/2023

पारस्परिकता तारीख / Reciprocity Date* :

देश / Country :

प्रमाणित किया जाता है कि संलग्न प्रति में वर्णित डिजाइन जो **RETRACTABLE RAMP ASSEMBLY** से संबंधित है, का पंजीकरण, श्रेणी 12-05 में Presstonic Engineering Pvt. Ltd के नाम में उपर्युक्त संख्या और तारीख में कर लिया गया है।

Certified that the design of which a copy has been annexed hereto has been registered as of the number and date given above in class 12-05 in respect of the application of such design to **RETRACTABLE RAMP ASSEMBLY** in the name of Presstonic Engineering Pvt. Ltd.

डिजाइन अधिनियम, 2000 तथा डिजाइन नियम, 2001 के अधीन प्रवधानों के अनुसरण में।

In pursuance of and subject to the provisions of the Designs Act, 2000 and the Designs Rules, 2001.

जारी करने की तिथि : 23/08/2023
Date of Issue



महानिर्देशक पेटेंट, डिजाइन और व्यापार चिह्न
Controller General of Patents, Designs and Trade Marks

*पारस्परिकता तारीख (यदि कोई हो) जिसकी अनुमति दी गई है तथा देश का नाम। डिजाइन का स्वतंत्राधिकार पंजीकरण की तारीख से दस वर्षों के लिए होगा जिसका विस्तार, अधिनियम एवं नियम के निबंधनों के अंश, पाँच वर्षों की अतिरिक्त अवधि के लिए किया जा सकेगा। इस प्रमाण पत्र का उपयोग विधिक कार्यवाहियों अथवा विदेश में पंजीकरण प्राप्त करने के लिए नहीं हो सकता है।
The reciprocity date (if any) which has been allowed and the name of the country. Copyright in the design will subsist for ten years from the date of Registration, and may under the terms of the Act and Rules, be extended for a further period of five years. This Certificate is not for use in legal proceedings or for obtaining registration abroad.

CHAIRMAN'S MESSAGE



MR. NAGENDRA D RAO

Chairman of the Board & Independent Director (Non-Executive)

DEAR SHAREHOLDERS,

It is with great pride and pleasure that I present to you the 4th Annual Report of *Presstonic Engineering Limited* for the financial year 2024-25 and 2nd Annual Report, Post listing of your Company's shares on SME EMERGE Platform of National Stock Exchange of India Limited.

APPRECIATION TO ALL STAKEHOLDERS:

I would like to extend my heartfelt gratitude to all our valued investors and shareholders for their continued support and confidence in the Company.

INDUSTRY OUTLOOK:

A. Global:

The global metro rail sector is undergoing a pivotal transformation. Between 2020 and 2024, global metro investments surpassed \$500 billion, and the trend is expected to continue well into 2025. With global urbanization expected to reach 68% by 2050, metro networks are critical for sustainable city planning. Implementation of cutting-edge technologies such as driverless trains, AI-powered scheduling, contactless fare systems, and energy-efficient operations are becoming hall mark of Metro Systems.



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B. India:

The Indian railway industry is on the cusp of transformative change, driven by an array of ambitious projects and strategic initiatives. With a focus on modernization, sustainability, and enhanced connectivity, the Indian Railways is set to play a pivotal role in the country's economic and social development. Indian Railways, recognized as one of the largest rail networks globally, is set to advance its transformation journey in 2025. From high-speed trains to digital advancements and upgraded stations, the national transporter is swiftly evolving to enhance services for both passengers and the economy.

Indian Railways has been allocated ₹2.65 lakh crore in the budget for FY 2025-26, with goals of achieving 100% electrification, developing 7,000 km of high-speed rail by 2047, and introducing 200 new Vande Bharat trains to improve freight and passenger services. The Union Budget for 2025-26 has earmarked Rs 31,239.28 crore for metro projects nationwide. The funds are being directed toward electrification, safety systems like Kavach, and AI-based train scheduling. A modern, digitized railway system is on the horizon.

The expansion of train services is set to include the introduction of 100 Amrit Bharat trains, 50 Namo Bharat rapid trains, and 17,500 general non-AC coaches. These enhancements will be implemented over the next two to three years, significantly improving passenger services throughout India.

The fiscal year 2025-26 marks a significant milestone in Indian Railways' journey toward achieving the ambitious goals of Viksit Bharat 2047. The modernization of railway infrastructure and the expansion of the metro rail network are crucial for India's goal of becoming a developed nation by 2047. Construction Times examines the trends and future directions for the growth of India's railway and metro systems. These initiatives are expected to attract both international and domestic stakeholders, creating significant opportunities to modernize and expand India's railway industry in the years ahead.

METRO EXPANSION:

The metro network plays a crucial role in India's urban infrastructure. Presently, India has the third-largest metro network in the world. This network spans more than 1,000 kilometres through 11 states and 23 cities with another 985 km under construction. The proposed plan aims to double the network within the next five years, reinforcing India's status as the third-largest metro rail system in the world.

With ongoing expansion, India aims to become home to the world's second-largest metro network. India's metro expansion has transcended traditional land-based transport. As the metro system increases property values and stimulates economic activity, it also boosts Government revenue across multiple levels.



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OUR PRODUCTS:

Our Company manufactures Metro Rail Rolling Stock Products, Metro Rail Signalling Products, Infrastructure Products and supplies to renowned Global and Domestic OEM's engaged in the Rail and Metro Rail Rolling stock and manufacturing of Signalling equipment's. During the FY 2024-25, in addition to our existing products, the Company introduced a new product, the "Luggage Rack," designed for metro lines, in response to an order from a domestic client.

BUSINESS:

With the rapid expansion of the Indian Railways Network and more new metro Projects in Pipeline like Pune Metro Rail Project Phase-2, Delhi Metro, Ahmedabad Metro Rail Project Phase-2A, Bangalore Metro Phase-3, the future growth opportunity is plenty. Your esteemed Company has set up another manufacturing unit to augment its existing capacity and commercial production.

Your Company has taken proactive steps to diversify its business into manufacture and supply of Non-Metro Products such as Commercial Kitchen Oven Parts, Support Bracket (KIT SOPORT AUX), Control Housing Tooling and Shelf Trolley, which are developed for Export Market. The Company has successfully completed a sample supply, which has received approval during the FY 2024-25. The Company is optimistic about securing regular orders from this client in the future. Further, During the financial year 2024-25, the company has added new products – Luggage Rack under Metro Segment and also new client.

Your Company generated revenue from operations amounting to Rs. 2,103.74 Lakhs for the financial year ended March 31, 2025. The Profit After Tax (PAT) for the financial year ended March 31, 2025, was Rs. 86.40 Lakhs. Despite confirmed orders, due to delay in the delivery schedules, the same has impacted the revenue for the financial year 2024-25. However, the same is postponed to current year. As on the date of the Report, we have a confirmed Order value amounting to Rs. 7,729.75 Lakhs with a pending for delivery schedule amounting to Rs. 65,85.45 Lakhs.

In view of the Confirmed Orders in hand, your Board of Directors of the Company are confident of better growth and performance in the ensuing year.

GRATITUDE:

On Behalf of the Board, I express my sincere gratitude to Employees, Bankers, lending institutions, Consultants, advisors, Public Sector Undertakings, Esteemed Companies for whom we are always their preferred clients, Indian Railways, Metro Rail, Government of India and all the State Governments for their continued support.



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I also wish to thank all our esteemed shareholders and stakeholders for their unwavering support, commitment, and wish to assure you that with our dedicated efforts, we are confident of acceleration in the pace of profitable growth. The Company looks forward to their continued support for sustaining its excellent performance levels.

Warm Regards,

Sd/-

Nagendra D. Rao

Chairman of the Board & Independent Director (Non-Executive)



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MESSAGE FROM MANAGING DIRECTOR AND JOINT MANAGING DIRECTOR & CFO



MR. HERGA POORNACHANDRA KEDILAYA
Managing Director



MR. YERMAL GIRIDHAR RAO
Joint Managing Director & CFO

Dear Shareholders,

The Company will have opportunities to foray into Railway segment as the Central Government has given push for Indian Railways to introduce Vande Bharat Trains across major cities in the country and 400 new-generation Vande Bharat trains will be manufactured over the next three to four years.

In the Union Budget 2025-26, the Government has allocated Rs. 31,239.28 crore for metro projects across the country. Indian Railways has introduced Vande Bharat trains with modern coaches having more enhanced safety features and amenities. The Union Budget for 2025-26 outlines strategic investments focused on developing railway infrastructure.

In 2025, Indian Railways is focused on significant expansion and modernization, including the introduction of new train sets like the Vande Bharat, Namo Bharat, and Amrit Bharat trains. Highlighting the development in metro rail network in the country, Governments are planning to extend Metro rail network/connectivity in the many cities, hence, opportunities are more to get the business in this line of industry. With a strong emphasis on improving the metro rail network and connectivity in India, the Company is expected to benefit by expanding its reach and increasing its revenue streams.

Capitalizing on the Government's vision to make India a preferred manufacturing hub with its constant push for the manufacturing sector, the Company is on the threshold of expanding its rail business into the markets of advanced countries as well. During the financial year 2024-25, the Company received orders from four new OEM customers, one in domestic market and three in overseas market. This will definitely add to export revenue in the future.

During the financial year 2024-25, the company added new products – Luggage Rack under Metro Segment. The Company also diversified into manufacture and supply of Non-Metro Products such as Commercial Kitchen Oven Parts, Support Kit, Support Rack and Shelves, which are developed for Export Market.

Looking ahead, experts predict continued growth, driven by investment in Railways and Metro Infrastructure. In the FY 2025-26, Presstonic Engineering Limited is poised for a large growth opportunities. As we continue our journey of not just anticipating the future, but actively shaping it, we thank you for your continued trust and support. The financial highlights of the Company for the FY 2024-25 are being detailed at Management Discussion & Analysis section appearing at Page No. 81 to 87.

Sd/-

MR. HERGA POORNACHANDRA KEDILAYA
Managing Director

Sd/-

MR. YERMAL GIRIDHAR RAO
Joint Managing Director & CFO

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CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Nagendra D Rao	- Non-Executive Independent Director & Chairman of the Board
Mr. Herga Poornachandra Kedilaya	- Managing Director
Mr. Yermal Giridhar Rao	- Joint Managing Director & CFO
Ms. Jyotsna Rajsekar Belliappa	- Non-Executive Independent Director
Ms. Vidyalakshmi Rao	- Non-Executive Director
Ms. Manjula Tadipatri	- Additional Director-Non-Executive

KEY MANAGERIAL PERSONNEL:

Mr. Herga Poornachandra Kedilaya, Managing Director
Mr. Yermal Giridhar Rao, Joint Managing Director & CFO
Ms. Sudha Gajanana Hegde, Company Secretary & Compliance Officer

STATUTORY AUDITORS:

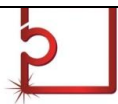
M/s. GRSM & Associates
Chartered Accountants
Bengaluru

SECRETARIAL AUDITOR

Mr. Shylendrakumar T. R. Practising Company Secretary
Bengaluru

COMMITTEES OF THE BOARD:

- ❖ Audit Committee
- ❖ Nomination and Remuneration Committee
- ❖ Stakeholders Relationship Committee
- ❖ Risk Management Committee



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BANKERS:

Canara Bank, Bangalore
Bank of India, Bangalore

STOCK EXCHANGE WHERE COMPANY'S SHARES ARE REGISTERED

National Stock Exchange of India Limited

REGISTERED OFFICE:

Sy. No. 2, Khata No. 145, Hoysala Main Road,
Pillappa Industrial Layout, Srigandhadakavalu,
Sunkadakatte, Viswaneedam, Bengaluru-560091
Karnataka, India

CIN: L28995KA2021PLC145718

Email ID- cs@presstonengg.co, Contact No: 080-23480001

WEBSITE: <https://www.presstonic.com>

BOARD OF DIRECTORS



MR. NAGENDRA D RAO
Independent Director (Non-Executive) & Chairman of the Board



MR. HERGA POORNACHANDRA KEDILAYA
Managing Director



MR. YERMAL GIRIDHAR RAO
Joint Managing Director & CFO



MS. JYOTSNA RAJSEKAR BELLIPPA
Independent Director- Non-Executive



MS. VIDYALAKSHMI RAO
Director - Non-Executive



MS. MANJULA TADIPATRI
Additional Director - Non-Executive



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NOTICE OF 4TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fourth Annual General Meeting ("AGM") of the members of Presstonic Engineering Limited (the "Company") will be held on **Friday, 19th September, 2025 at 12.30 P.M. (IST)** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following business.

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Auditor's Report and the Report of the Board of Directors thereon.

To consider and if thought fit to pass with or without modifications, the following resolution as an *Ordinary Resolution*:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2025, comprising the Balance Sheet as at 31st March, 2025, Statement of Profit and Loss and Cash Flow Statement for the Financial Year ended on 31st March, 2025 and the Notes thereon, together with Auditor's Report and Board's Report thereon, as circulated to the members, be and are hereby received, considered and adopted."

2. Appointment of Mr. Yermal Giridhar Rao (DIN: 09120130), as a Director, liable to retire by rotation:

To appoint a director in place of Mr. Yermal Giridhar Rao (DIN: 09120130), who retires by rotation and being eligible, seeks re-appointment.

Explanation: Mr. Yermal Giridhar Rao, Joint Managing Director & CFO, whose office of directorship is liable to retire at the ensuing AGM, being eligible, seeks reappointment as a director. Based on the recommendation of the Nomination and Remuneration Committee, the Board recommended his reappointment as a Director.

To consider and if thought fit, to pass with or without modifications, the following resolution as an *Ordinary Resolution*:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Yermal Giridhar Rao (DIN: 09120130), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."



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SPECIAL BUSINESS:

3. Appointment of Ms. Manjula Tadipatri as Non-Executive Director (DIN: 11034008) of the Company:

To consider and if thought fit, to pass with or without modifications, the following resolutions as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder, Ms. Manjula Tadipatri (DIN: 11034008) who was appointed as an Additional Director (Non-Executive) of the Company by the Board of Directors with effect from 13.05.2025 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing Ms. Manjula Tadipatri (DIN: 11034008), candidate for the office of a Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any one of the Directors of the Company and/or Company Secretary of the Company, be and are hereby authorized to certify a copy of this Resolution as True Copy and file requisite e-form with the Registrar of Companies, Karnataka, Bengaluru / MCA Portal in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

4. Appointment of Mr. Shylendrakumar T. R. Practicing Company Secretary as Secretarial Auditor of the Company:

To consider and if thought fit to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Shylendrakumar T. R. Practicing Company Secretary, having Membership No. A10914 and Certificate of Practice No. 2453 and Peer Review Certificate No. I1996KR073600, be and is hereby appointed as Secretarial Auditor of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till the Financial Year 2029-30, on such remuneration and reimbursement of out-of-pocket expenses plus taxes as may be decided by the Board of Directors in consultation with the said Secretarial Auditor.”

“RESOLVED FURTHER THAT any one of the Directors of the Company and/or Company Secretary of the Company, be and are hereby authorized to certify a copy of this Resolution as



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True Copy and file requisite e-form with the Registrar of Companies, Karnataka, Bengaluru / MCA Portal in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

By the order of the Board of Directors

For **PRESSTONIC ENGINEERING LIMITED**

Sd/-

SUDHA GAJANANA HEGDE

Company Secretary

M.No. A68052

Date: 20.08.2025

Place: Bangalore

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024, (hereinafter collectively referred to as “the Circulars”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, the Companies are allowed to hold Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the said Circulars, the Fourth Annual General Meeting of the Company is being held through VC / OAVM. The Members of the Company can attend and participate in the Meeting through VC / OAVM.
2. Since this AGM is being held pursuant to the Circulars through VC/OAVM, the physical attendance of members has been dispensed with. Accordingly, the facility for the appointment of proxies by the members will not be available for the AGM and hence, the proxy form, attendance slip and Route Map are not annexed to this notice.
3. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.



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4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. **19th September, 2025**. Members seeking to inspect such documents can send an email to cs@presstonengg.co.
5. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide VC/ OAVM facility and e-voting facility.
6. The Members can join the AGM through the VC, 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as VC e-Voting on the date of the AGM will be provided by NSDL.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.presstonic.com>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE-EMERGE) at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank



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account number, MICR code, IFSC code, etc. for shares held in electronic form: to their Depository Participants ("DPs").

10. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
11. The Company has facilitated the members to participate in the AGM through VC facility provided by NSDL. The instructions for participation by members are given in the subsequent paragraphs. Participation in AGM through VC shall be allowed on a first come-first-served basis.
12. For exercising the votes by the members by electronic means, the Company has provided the facility of remote e-voting as well as e-voting during the AGM. The procedure for using the remote e-voting facility as well as e-voting during the AGM is given in the subsequent paragraphs.
13. Members joining the AGM through VC shall be permitted to exercise their right to vote using the e-voting facility at the AGM, provided they have not cast their votes using remote e-voting facility. The members who have already cast their votes prior to AGM using the remote e-voting facility may also join the AGM through VC, but shall not be entitled to cast their votes again at the AGM.
14. In line with MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2024-25 along with Notice of 4th AGM of the Company inter-alia indicating the process and manner of e-voting are being sent only by electronic mode to those members whose email IDs are registered with the Company/Depository Participant(s) for communication. Members may note that the aforesaid documents may also be downloaded from the Company's website at <https://www.presstonic.com> and the website of National Stock Exchange of India Limited. In line with MCA Circulars, the Company has enabled a process for the limited purpose of receiving the AGM Notice and Annual Report (including remote e-voting instructions) electronically.
15. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. Corporate Members intending to depute their authorized representatives to attend the meeting through VC are requested to send to the Company (to e-mail ID cs@presstonengg.co) a certified true copy of the Board Resolution together with the attested specimen signature of the duly authorized signatory (ies) who are authorized to attend and vote at the Meeting on their behalf.



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16. The Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, with a view to protect the interest of the shareholders, has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to the Depository Participants with whom they maintain their demat accounts. The Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/MIRSD/DOS3/CIR/P/2019/30 dated February 11, 2019, decided to grant relaxation to Non-residents (NRIs, PIOs, OCIs and foreign nationals) from the requirement to furnish PAN and permit them to transfer equity shares held by them in the Company.
17. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
18. **SCRUTINISER FOR E-VOTING:** Mr. Shylendrakumar T. R. Practicing Company Secretary, Bengaluru has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
19. An Explanatory Statement pursuant to Section 102 of the Act in respect of the business under item Nos. 3 to 4 set out above and additional information, pursuant to Regulation 36 of the LODR Regulations, in respect of the directors seeking appointment /reappointment at the AGM, forms part of this Notice.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (Act) the following explanatory statements set out all material facts relating to the special business mentioned under Item No. 3 and Item No.4 of the accompanying notice dated **20th August, 2025**.

ITEM NO. 3:

Appointment of Ms. Manjula Tadipatri as Non-Executive Director (DIN: 11034008) of the Company.



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Based on the recommendation of Nomination and Remuneration Committee, Ms. Manjula Tadipatri (DIN: 11034008), was appointed as an Additional Director (Non-Executive) of the Company by the Board of Directors with effect from 13.05.2025, pursuant to the provisions of Section 161(1) of the Companies Act, 2013.

As per the provisions Section 161 of the Companies Act, 2013, Ms. Manjula Tadipatri, holds office up to the date of the ensuing Annual General Meeting of the Company.

As per SEBI (LODR) Regulation No.19 read with the Companies Nomination and Remuneration Policy, based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors recommend her appointment subject to retirement by rotation.

Being eligible for appointment as a Director, she has offered herself for appointment at the ensuing Annual General Meeting.

Ms. Manjula Tadipatri possesses the requisite knowledge, experience and skill for the position of Director.

Ms. Manjula Tadipatri will not be entitled for any remuneration except sitting fees for attending Board and Committee meetings.

The Board recommends the resolution set out at Item No. 3 of the Notice as an Ordinary Resolution for approval by the members.

Except Mr. Herga Poornachandra Kedilaya, Managing Director of the Company, no other Director and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolution mentioned at Item No. 3 of the Notice.

ITEM NO. 4:

Appointment of Mr. Shylendrakumar T. R. Practicing Company Secretary as Secretarial Auditor of the Company:

Mr. Shylendrakumar T. R. Practicing Company Secretary has over 25 years of experience in rendering professional services across corporate laws, secretarial audits, regulatory compliances, SEBI regulations, and corporate advisory services.

He was appointed as Secretarial Auditor of the Company for conducting secretarial audit for the financial year 2023-24 and 2024-25 and the same is not considered as a term of Appointment of



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Secretarial Auditor as per Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "LODR Regulations").

In terms of Regulation 24A of LODR Regulations read with SEBI notification dated December 12, 2024, and other applicable provisions, the Company shall appoint a Peer Reviewed Company Secretary as Secretarial Auditor for not more than one term of five consecutive years.

Mr. Shylendrakumar T. R has given his consent to act as Secretarial Auditor of the Company and confirmed that his appointment (if approved) would be within the limits prescribed by Institute of Company Secretaries of India.

The remuneration and reimbursement of out-of-pocket expenses plus taxes will be paid as mutually agreed upon between the Board of Directors and the Secretarial Auditor. Besides the secretarial audit services, the Company may also obtain certifications from Mr. Shylendrakumar T. R as required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time.

Based on the recommendations of the Audit Committee, the Board of Directors recommend to the members, the appointment of Mr. Shylendrakumar T. R. Practicing Company Secretary as Secretarial Auditor of the Company to hold office for a term of five consecutive years commencing from Financial Year 2025-26 till the Financial Year 2029-30, for their approval.

Based on the recommendations of the Audit Committee, the Board of Directors have approved and recommended the resolution as an Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolution mentioned at Item No. 4 of the Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Tuesday, 16th September, 2025 at 9:00 A.M. (IST) and ends on Thursday, 18th September, 2025 at 5:00 P.M.(IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Friday, 12th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 12th September, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your



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vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote

	e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my Easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com

	and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forgot Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911



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B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company



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	For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.



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9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sktrcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event,



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you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to (Falguni Chakraborty, Assistant Manager) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@presstonengg.co
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@presstonengg.co. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:



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1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email

id, mobile number at cs@presstonengg.co. The same will be replied by the Company suitably.

6. Members, who would like to ask questions during the AGM with regard to the resolutions to be placed at the AGM, need to register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/folio number and mobile number, along with their questions/queries to reach the Company's email address i.e. cs@presstonengg.co at least seven (7) days in advance before the start of the meeting i.e. by **12th September, 2025** by 5.00 p.m. Those Members who have registered themselves as speakers shall only be allowed to ask questions during the AGM, on first-come-first-serve basis and subject to availability of time.
7. The Company reserves the right to limit the number of members asking questions depending on the availability of time at the AGM.

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / RE APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS

A. Appointment of Mr. Yermal Giridhar Rao (DIN: 09120130), as a Director, liable to retire by rotation:

Name of the Director	Mr. Yermal Giridhar Rao
Directors Identification Number (DIN)	09120130
Date of Birth	13.03.1970
Age	55 years
Qualification	Master of Technology from Mangalore University
Experience including Nature of expertise in specific functional areas	With 29 years of industrial leadership experience, particularly in the metro rail sector and he has successfully led cross-functional teams in areas such



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	as design, product development, procurement, strategic planning and manufacturing.
List of Directorship held in other Companies	Nil
Designation (at which appointment was made)	Joint Managing Director & CFO
Original Date of Appointment	23-03-2021; Re-designated as Joint Managing Director & CFO w.e.f. 03-07-2023
Listed entities from which the person has resigned in the past three years	Nil
Names of listed entities in which the person also holds the Directorship	Nil
Chairman/ Member of Committees of other Companies	Nil
Chairman/ Member of Committees of the Company	Member in Stakeholders' Relationship Committee and Risk Management Committee
Relationship between Directors inter se	Ms. Vidyalakshmi Rao, Non-Executive Director of the Company is spouse of Mr. Yermal Giridhar Rao
Remuneration last drawn (FY 2024-25)	Rs. 21.00 Lakhs Per Annum
No. of shares held in the Company	22,34,740 Equity Shares
Remuneration proposed to be paid	Rs. 21.00 Lakhs Per Annum
Terms and conditions of appointment/re-appointment	Liable to retire by rotation, original terms of appointment as Joint Managing Director & Chief Financial Officer would follow i.e. For a period of three (03) years with effect from 3 rd July, 2023
No. of Board Meetings attended during Financial Year 2024-25	4

B. Appointment of Ms. Manjula Tadipatri as Non-Executive Director (DIN: 11034008) of the Company, who was appointed as an Additional Director (Non-Executive) of the Company with effect from 13.05.2025

Name of the Director	Ms. Manjula Tadipatri
Directors Identification Number (DIN)	11034008
Date of Birth	05.08.1972
Age	53 years
Qualification	BA & PG in History
Experience including Nature of expertise in specific functional areas	With over 25 years of successful experience as an Executive Secretary in esteemed multinational corporations, she has transitioned her career to focus on brand protection and patent filing activities.
List of Directorship held in other Companies	Nil
Designation (at which appointment was made)	Appointed as an Additional Director (Non-Executive) w.e.f. 13.05.2025
Listed entities from which the person has resigned in the past three years	Nil
Names of listed entities in which the person also holds the Directorship	Nil
Chairman/ Member of Committees of other Companies	Nil
Chairman/ Member of Committees of the Company	Nil
Relationship between Directors inter se	Mr. Herga Poornachandra Kedilaya, Managing Director of the Company is spouse of Ms. Manjula Tadipatri



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Remuneration last drawn (FY 2024-25)	Nil
No. of shares held in the Company	200 Equity Shares
Remuneration proposed to be paid	NA
Terms and conditions of appointment/re-appointment	Liable to retire by rotation
No. of Board Meetings attended during Financial Year 2024-25	Nil, as Ms. Manjula Tadipatri appointed as an Additional Director (Non-Executive) w.e.f. 13.05.2025

By the order of the Board of Directors

For **PRESSTONIC ENGINEERING LIMITED**

Sd/-

SUDHA GAJANANA HEGDE

Company Secretary

M.No. A68052

Date: 20.08.2025

Place: Bangalore



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DIRECTOR'S REPORT

To,
The Members,
PRESSTONIC ENGINEERING LIMITED (the "Company")

The Board of Directors is pleased to present the Company's 4th Annual Report along with the audited financial statements for the financial year ended on 31st March, 2025.

1. FINANCIAL HIGHLIGHTS:

The performance during the financial year ended March 31, 2025 is as under:

(Amount in INR Lakhs)

Particulars	March 31, 2025	March 31, 2024
Revenue from operations	2103.74	2619.00
Other income	40.33	89.13
Total revenue	2144.07	2708.13
Expenses		
Cost of Material Consumed	785.77	1140.25
Change in Inventories of work in progress and finished goods	(11.89)	(78.60)
Employee Benefit Expenses	274.87	233.26
Finance Costs	236.84	300.28
Depreciation and Amortization Expenses	177.19	85.19
Other Expenses	592.42	746.97
Total Expenses	2055.20	2427.35
Less: Profit/(Loss) before Exceptional and Extraordinary Item and Tax	88.87	280.78
Less: Prior Period Item	-	-
Less: Tax expenses		
Current Tax	10.25	-
Deferred tax	(7.78)	2.32
Prior Period Taxes	-	12.59
Profit for the year after tax (PAT)	86.40	252.55
Earnings per equity share	1.12	4.68



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BUSINESS AND OPERATIONS:

A. BUSINESS OVERVIEW:

Your Company is primarily engaged in the manufacture and sale of the following products:

i) Metro Rolling Stock Products:

- a. Rolling Stock Interior Products: Saloon/ Bucket/Plain Type Seats, Custom Coloured Engineered Handles, Grab Pole Systems, Hand Rail Systems, Emergency Evacuation Ramp, Honey Comb Partition Panels etc.,
- b. Rolling Stock Non-Interior Products: Aluminum Cable Management Systems, Cab Handrail, Under Carriage Frame Module, Air Handling Unit, Battery Box, Equipment Mounting Frames, Gangway Frame, Driver Foot Rest Assembly, Enclosure Box, Driver Simulator Cabin etc.,

ii) Metro Rail Signalling Products: IP Rated Enclosures, Beacon Mounting Brackets, Ballast Less Support Brackets, DCS Mast, Ladder Assembly with DCS Mast Platform etc.

During the financial year 2024-25, the Company added new products – Luggage Rack under Metro Segment. The Company also diversified into manufacture and supply of Non-Metro Products such as Commercial Kitchen Oven Parts, Support Kit, Support Rack and Shelves, which are developed for Export Market.

Over the years, the Company has offered cost effective and customized solutions in accordance with the standardized quality requirements of the customers who work in various sectors such as Metro Railways and Other Sector.

B. FINANCIAL OVERVIEW:

During the financial year 2024-25, the Company generated revenue from operations amounting to Rs. 2,103.74 Lakhs compared to Rs. 2,619.00 Lakhs in the previous financial year.

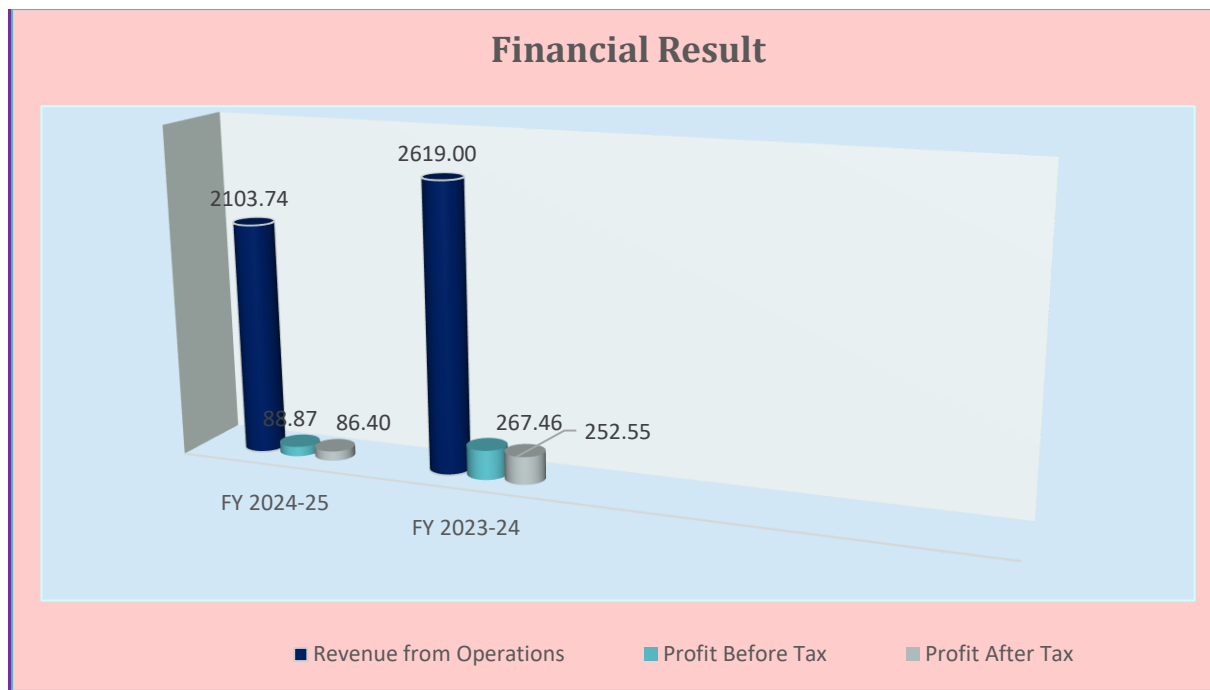
The Profit After Tax (PAT) for the financial year ended March 31, 2025, was Rs. 86.40 Lakhs, compared to Rs. 252.55 Lakhs in the previous financial year.



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(Amount Rs. In Lakhs)



3. INITIAL PUBLIC OFFER OF EQUITY SHARES:

Your Company had raised a sum of Rs.23,30,49,600/- through Initial Public Offer ("IPO") of 32,36,800 equity shares of face value of R.10/- each at an issue price of Rs. 72/- per share and the equity shares of the Company were listed on NSE Emerge Platform of National Stock Exchange of India Limited on 18th December 2023.

The Company has utilized the funds raised from the public as per the Objects of the Issue except to the extent of Rs. 3.94 Lakhs forming part of capital expenditure towards purchase of plant and machinery as on March 31, 2025.

4. SHARE CAPITAL:

As on March 31, 2025, the paid-up share capital of the Company is Rs. 7,70,74,800/- consisting of 77,07,480 equity shares of Rs. 10/- each.

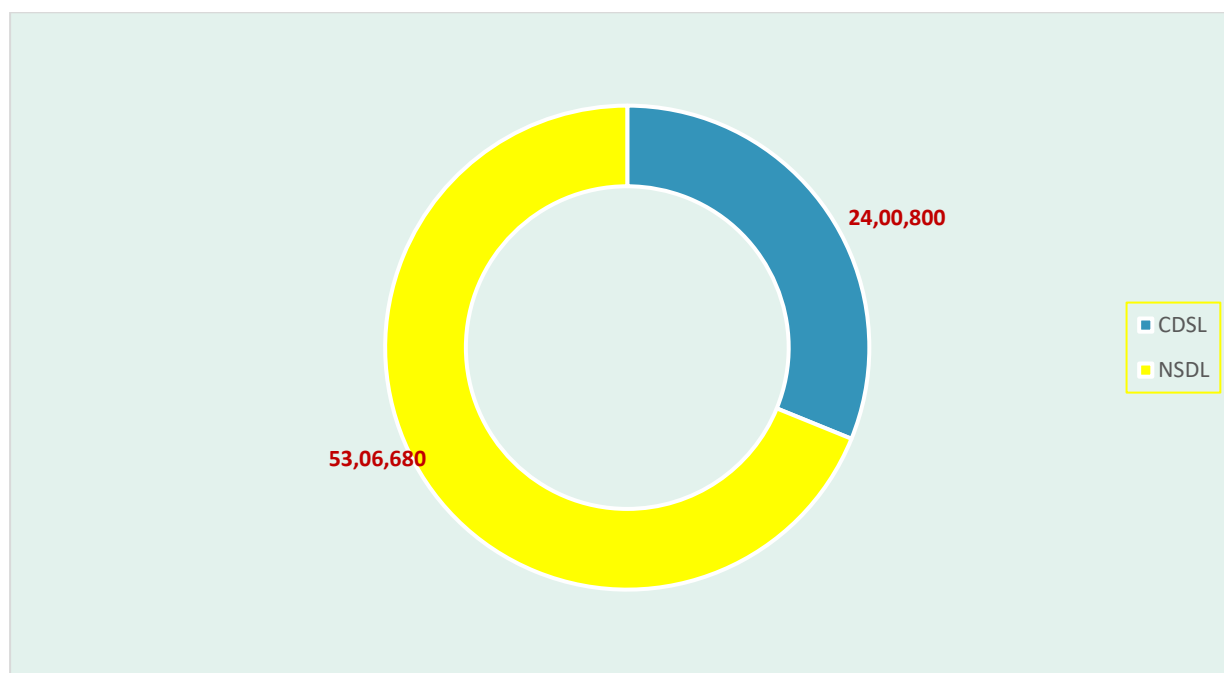
There was no bonus issue, right issue, preferential issue, issue of sweat equity shares or granting of stock options during the financial year under review. The company has not issued any securities with differential voting rights.

Shares held in Demat Form with NSDL & CDSL as on 31.03.2025:



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5. DIVIDEND:

To conserve financial resources for working capital requirements the Board does not recommend any dividend for the approval of the members. The Board is confident that plough back of profits into the business will generate long term wealth for the members.

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

In terms of Section 125 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof, there was no unpaid/ unclaimed dividend as no dividend was declared in the previous financial years. Hence, the question of transfer of unclaimed dividend to Investor Education and Protection Fund does not arise.

7. AMOUNT TRANSFERRED TO RESERVES:

The Board does not propose to transfer any amount to General Reserve for the financial year ended on March 31, 2025.



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8. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF FINANCIAL YEAR AND DATE OF THE REPORT:

There have been no material changes and commitments which affect the financial position of the Company, that have occurred between the end of financial year to which the financial statements relates and the date of this report.

9. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

The Company is primarily engaged in the business of manufacture of Metro Rail Rolling Stock Products, Metro Rail Signalling Products, Infrastructure Products and supplies to renowned Global and Domestic OEM's engaged in the Rail and Metro Rail Rolling stock and Signalling equipments manufacturing and servicing Companies.

The Company is offering engineering solutions and supplying metro rolling stock products viz., steel seats of different types, grab poles, handles, under belly cable trays made of Aluminum with aluminum welding as its special skills, signaling products through OEMs.

Future Outlook:

- The Company has opportunities to foray into Railway segment as the Central Government has given push for Indian Railways to introduce Vande Bharat Trains across major cities in the country apart from developing infrastructure for efficient logistic operations.
- The Union Budget 2025 allocated ₹ 2.65 lakh crore to Indian Railways. The funds are being directed toward electrification, safety systems like Kavach, and AI-based train scheduling. A modern, digitized railway system is on the horizon. The Union Budget for 2025-26 has earmarked Rs 31,239.28 crore for metro projects nationwide.
- The Indian Railways is all set to expand faster, safer & comfortable rail travel for all across the country. The country can expect 200 new Vande Bharat trains within the next two to three years. Indian Railways introduced a digital platform for parcel and cargo booking, enabling MSMEs and traders to track and schedule freight seamlessly online.
- The Indian Government is undertaking several initiatives to upgrade its aging railway infrastructure and enhance its quality of service. A semi-high-speed rail network will be introduced for connecting important routes. Indian cities are investing in high-quality mass rapid transit systems to address the growing mobility requirements.
- The Company has edge in the manufacture and supply of Metro Products and anticipates growth in revenue and profits from the Metro Segment in the coming years. Most Indian metro projects are being developed in phases; which offers substantial business opportunity for the Company.



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Diversification:

The Company has taken proactive steps to diversify its business into non-metro products by developing "Commercial Kitchen Oven Parts," "Shelves," and "Support Brackets" for a prominent overseas manufacturer. The Company has successfully completed a sample supply, which has received approval during the FY 2024-25. The Company is optimistic about securing regular orders from this client in the future.

During the FY 2024-25 and up to the date of this report, the Company has expanded its business into the export market by acquiring new overseas clients, including Alto-Shaam India Private Limited, CRRC Nanjing Puzhen Co., Ltd., Siemens Mobility Austria, and Construcciones y Auxiliarios de Ferrocarriles S.A. (CAF). This expansion underscores our commitment to timely execution and consistent quality in providing infrastructure support for metro systems, while also enhancing our contribution to global metro and rail projects.

In FY 2024-25, the Company introduced a new product, the "Luggage Rack," for metro lines, following an order received from a domestic client.

Infrastructure:

- a. The Company has taken on lease additional premises in Peenya Industrial Area, Bengaluru to set up another manufacturing facility to augment its existing capacity and commercial production.
- b. The Company has purchased few machines which include pipe bending machine, Laser Cutting machine, Robotic Welding machine, Laser Welding Machine and 1200 Tonne CNC Deep Draw Hydraulic Press machine. The installation of these machines not only reduces reliance on a larger workforce but also enhances the efficiency and quality of the finished products. The company plans to order additional machinery to automate specific operations and to facilitate the production of a wider range of products.

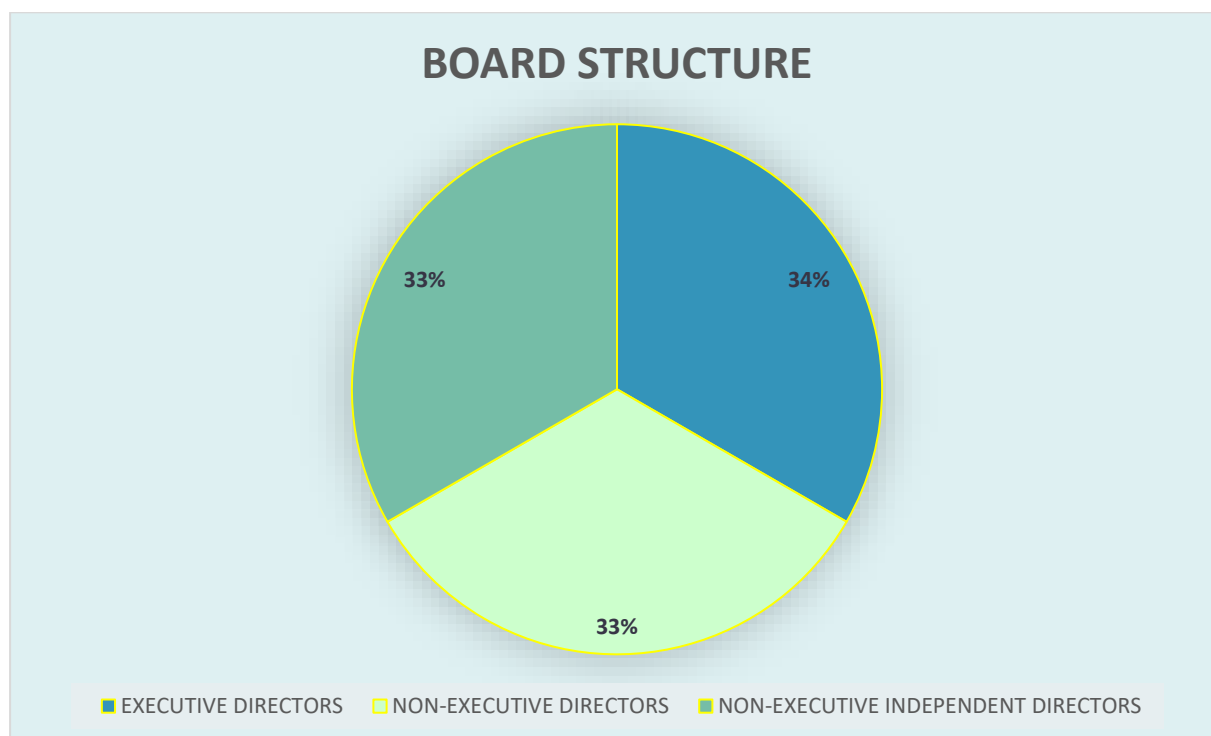
10. BOARD OF DIRECTORS:

The Board of Directors consists of six members, out of which two are Non-Executive Independent Directors including one-woman Independent Director, two Executive Directors and two Non-Executive Directors as on March 31, 2025.



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The composition of the Board is in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Herga Poornachandra Kedilaya (DIN: 09120129), Managing Director, Mr. Yermal Giridhar Rao (DIN: 09120130), Joint Managing Director & CFO, Ms. Kodipadi Yerkadithaya Supriya Murthy (DIN: 10191903), Non-Executive Director and Ms. Vidyalakshmi Rao (DIN: 10191959), Non-Executive Director of the Company are liable to retire by rotation.

Since all the above-mentioned Directors were appointed by the shareholders at the Extraordinary General Meeting held on 3rd July, 2023, the requirement of appointment or re-appointment at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier as specified in Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) 2015 does not arise.

11. PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the evaluation of all the Directors, Committees, Chairman of the Board, Independent Directors and the Board as a whole, was carried out for the



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FY 2024-25.

12. REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management Personnel and their remuneration. The Nomination and Remuneration Policy is placed on the website of the Company at <https://www.presstonic.com>

13. DETAILS OF KEY MANAGERIAL PERSONNEL AND CHANGE IN DIRECTORS:

Pursuant to the provisions of Section 203 of the Companies Act 2013, the Key Managerial Personnel (KMP) of the Company as on date of this report are as follows:

SL. NO.	NAME	DESIGNATION
1	Mr. Herga Poornachandra Kedilaya	Managing Director
2	Mr. Yermal Giridhar Rao	Joint Managing Director & CFO
3	Ms. Sudha Gajanana Hegde	Company Secretary & Compliance Officer

A. CHANGE IN DIRECTORS UPTO THE DATE OF THIS DIRECTORS REPORT:

Ms. Kodipadi Yerkadithaya Supriya Murthy (DIN: 10191903), Non-Executive Director of the Company has resigned from the office of Director with effect from 1st May 2025. To fill up the casual vacancy Ms. Manjula Tadipatri (DIN: 11034008) was appointed as an Additional Director (Non-Executive) of the Company with effect from 13.05.2025 by the Board of Directors pursuant to the provisions of Section 161(1) of the Companies Act, 2013 as per the recommendations of the Nomination and Remuneration Committee.

Ms. Manjula Tadipatri holds the office of Additional Director up to the date of the ensuing Annual General Meeting of the Company and being eligible offered herself for appointment as a Director of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board recommends her re-appointment.

The notice for the Annual General Meeting includes a proposal for the appointment of Ms. Manjula Tadipatri (DIN: 11034008), along with a brief resume.

There were no other changes in directors and Key Managerial Personnel during the year.



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B. RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION:

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Yermal Giridhar Rao, Joint Managing Director & CFO of the Company who is liable to retire at the forthcoming Annual General Meeting, is eligible and has offered himself for reappointment. Based on the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment.

The notice for the Annual General Meeting includes a proposal for the reappointment of Mr. Yermal Giridhar Rao, along with a brief resume.

14. BOARD MEETINGS:

During the financial year ended March 31, 2025, 4 board meetings were held. The intervening gap between two board meetings was within the stipulated period of 120 days prescribed under the Companies Act, 2013.

The details of the meetings of the Board of Directors of the Company held and attended by the Directors during the financial year 2024-25 are given in the Corporate Governance Report which forms part of this Annual Report.

15. INDEPENDENT DIRECTORS:

The Company has complied with the definition of Independence according to the provisions of Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also obtained declarations from both the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Both the Independent Directors have provided declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

In accordance with the provisions of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has conducted familiarization programme for its Independent Directors. The details of such familiarization programme for Independent Directors have been disclosed on the website of the Company at <https://www.presstonic.com>.

The Company has through a presentation familiarized and updated the Independent Directors with the strategy, operations, functions of the Company and Engineering Industry as a whole. The



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details of such familiarization programme for Independent Directors are explained in the Corporate Governance Report which forms part of this Annual Report.

17. COMMITTEES:

The Board has constituted four Committees namely, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee. All the recommendations of the Committees of the Board which were mandatorily required, have been accepted by the Board. Besides the above Committees, the Board has also constituted Borrowing and Investment Committee.

A detailed note on the composition of the Board and its Committees, including its terms of reference is provided in the Corporate Governance Report which forms part of this Annual Report. The composition and terms of reference of all the Committees of the Board of Directors of the Company are in line with the provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

18. RISK MANAGEMENT FRAME WORK:

The Company has a Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at the Company level as well as for business segments. The Company has a Risk Management Committee of the Board of Directors and Risk Management Policy consistent with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Risk Management Policy is available on the website of the Company at <https://www.presstonic.com>.

The Committee facilitates the execution of risk management practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting and also provide guidance to the management team. The Company has laid down procedures to inform the Audit Committee as well as the Board of Directors about risk assessment and related procedures & status.

The details of Risk Management Committee along with other details are set out in Corporate Governance Report, forming part of this report.



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19. DISCLOSURE UNDER SECTION 67 (3) OF THE COMPANIES ACT, 2013:

No disclosure is required under section 67(3)(c) of the Companies Act, 2013 read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 in respect of voting rights not exercised directly by the employees of the Company as the provisions of the said section are not applicable to the Company.

20. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

21. RELATED PARTY TRANSACTIONS:

All Related Party Transactions that were entered into during the financial year 2024-25 were at arm's length basis and were in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel, etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders. However, the details of transactions with Related Parties are provided in the Company's financial statements in accordance with the Accounting Standards.

All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval will be obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis, specifying the nature, value, terms and conditions of the transactions. The Related Party Transactions Policy is available on our website, at <https://www.presstonic.com>.

22. ANNUAL RETURN:

As per the requirements of Section 92(3) of the Companies Act, 2013 and rules framed thereunder, the extract of the annual return for the financial year 2024-25 is available at the website of the Company at <https://www.presstonic.com>.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year under review, the Company has not provided any loans, guarantees to any Company/Body Corporate and has not made any investments under Section 186 of the Companies Act, 2013.



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24. DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of Section 134(5) of the Companies Act, 2013, the directors would like to state that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- (b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and profit of the Company for the year under review.
- (c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) The directors have prepared the annual accounts on a going concern basis;
- (e) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. AUDITORS & AUDIT REPORT:

(a) AUDITORS:

M/s. GRSM & Associates, Chartered Accountants, Bengaluru were appointed as the Auditors of the Company by the Shareholders at their meeting held on 16th August, 2024, to hold office for a consecutive period of five years from the conclusion of the Third Annual General Meeting till the conclusion of Eighth Annual General Meeting of the Company (FY-2024-25 to 2028-29).

(b) AUDIT REPORT:

There are no qualifications made in the Audit Report issued by the Statutory Auditors of the Company.

In the first quarter of FY 2024-25, the auditor has observed that "the amount of receivables as per the quarterly/monthly statements submitted by the Company with such banks are not in agreement with the books of accounts of the Company." The Board of Directors discussed this issue and concluded that the minor differences in the reported figures were nominal and attributed to oversight.



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26. SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT:

In terms of Section 204 of the Companies Act, 2013 and Rules made thereunder, CS Shylendrakumar T R (M. No. 10914, CP No. 2453), Practising Company Secretary was appointed as the Secretarial Auditor of the Company for the financial year 2024-25. The report given in Form MR-3 by the Secretarial Auditor is annexed to this report as **ANNEXURE I**.

The secretarial audit report does not contain any qualification, reservation, adverse remarks or disclaimer.

27. DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS AS REQUIRED UNDER SUB-SECTION (1) OF SECTION 148:

The Companies (Cost Records and Audit) Rules, 2014 is not applicable to the Company as its overall annual turnover from all its products and services during the immediately preceding financial year was below Rs. 50 Crores. Hence the requirement of maintenance of cost records is not required under Sub-Section (1) of Section 148 of the Companies Act, 2013.

28. INTERNAL AUDITOR:

M/s. Vishnu Chaitanya & Co., Chartered Accountants, Bengaluru were appointed as the Internal Auditors of the Company for the financial year 2024-25 and they had conducted the Internal Audit for the financial year 2024-25.

The Board of Directors of the Company upon recommendations of the Audit Committee and in consultation with the Internal Auditors formulated the scope, functioning, periodicity and methodology for conducting Internal Audit for the financial year 2024-25.

Due to the merger of M/s. Vishnu Chaitanya & Co., Chartered Accountants with M/s. Paramkusum and Associates, Chartered Accountants, M/s. Vishnu Chaitanya & Co., Chartered Accountants has resigned as the Internal Auditor of the Company w.e.f. 29th June, 2025 leading to the discontinuation of practice under the name M/s. Vishnu Chaitanya and Co.

The Board upon recommendations of the Audit Committee, appointed M/s. Paramkusum and Associates, Chartered Accountants (FRN 019306S) as the Internal Auditor of the Company for the financial year 2025-26, starting from the second quarter i.e. 1st July 2025.

29. INSURANCE:

The Company has taken adequate insurance cover of all its movable & immovable assets to cover



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various types of risks.

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

In accordance with the requirements of Sub-section (3) Sub-clause (m) of section 134 of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014, particulars with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. CONSERVATION OF ENERGY:

- i. The steps taken or impact on conservation of energy:
 - During the year the company has introduced switches to optimize energy consumption in the production department.
 - Counsel employees on optimum utilization of air conditioning by maintaining optimum temperature.
- ii. The steps taken by the company for utilizing alternate sources of energy: NA
- iii. The capital investment on energy conservation equipment: NA

B. TECHNOLOGY ABSORPTION AND RESEARCH AND DEVELOPMENT:

- i. The efforts made towards technology absorption:
The Company has initiated the setting-up of Design & Development Center for new product development.
- ii. The benefits derived are like product improvement, cost reduction, product development or import substitution.
- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
 - a. The details of technology imported: NA
 - b. The year of import: NA
 - c. Whether the technology been fully absorbed: NA
 - d. If not fully absorbed, areas where absorption has not taken place, and reasons thereof: NA
 - e. The expenditure incurred on Research and Development: NA

C. FOREIGN EXCHANGE OUTFLOW & INFLOW (ON ACCRUAL BASIS):

(Amount in INR Lakhs)

PARTICULARS	2024-25	2023-24
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CIF Value of Imports:		
Capital goods	41.00	1.34
Tools & Sundry Items	2.25	-
Earnings in foreign currency:		
Export of goods	122.25	19.50
Expenditure made in Foreign Currency:		
Professional & Consultation Fees	14.63	-

31. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act 2013 relating to the Corporate Social Responsibility is not applicable to the Company for the FY 2024-25 as it did not attract provisions of sub-section (1) of Section 135 of the Companies Act, 2023. During the FY 2024-25, the Company carried out the CSR activities by supplying food and groceries to those in need.

32. CORPORATE GOVERNANCE REPORT:

In compliance with Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on Corporate Governance forms part of this Board's report.

33. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report is appended to this Report as **ANNEXURE II**.

34. REMUNERATION PAID TO DIRECTORS & PARTICULERS OF EMPLOYEES:

- A. **Executive Directors:** The remuneration paid to the Executive Directors for the financial year ended 31st March 2025 is as follows:

Mr. Herga Poornachandra Kedilaya, Managing Director: Salary Rs. 21.00 Lakhs

Mr. Yermal Giridhar Rao, Joint Managing Director & CFO: Salary Rs. 21.00 Lakhs

- B. **Non-Executive Directors:** The Company has paid sitting fees for attending the Board meetings and/or Committees meetings to all Non-executive Directors, namely:

Mr. Nagendra D Rao – Non-Executive Independent Director & Chairman of the Board: Rs. 8.50 Lakhs

Ms. Jyotsna Rajsekar Belliappa - Non-Executive Independent Director: Rs. 4.00 Lakhs

Ms. Vidyalakshmi Rao - Non-Executive Director: Rs. 0.60 Lakhs

Ms. Kodipadi Yerkadithaya Supriya Murthy: Rs. 0.50 Lakhs

Non-executive Directors did not have any other material pecuniary relationship or transaction vis-à-vis the Company during the year except as stated above.

Disclosure under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

- Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year ended 31st March, 2025: **NIL**
- The percentage increase in remuneration of each director, CFO, CEO, Company Secretary or Manager, if any, in the financial year 2024-25: **NIL**
- Percentage increase in median remuneration of employees in the financial year 2024-25: **NIL**
- The number of permanent employees on the rolls of the Company as at March 31, 2025: **47**
- Affirmation that the remuneration is as per the remuneration policy of the company:

Pursuant to Rule 5(1)(Xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of the Company.

35. DISCLOSURES AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. The Company has complied with constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Composition of Internal Complaints Committee is as follows:

Sl. No.	Name of Member	Status in Committee
---------	----------------	---------------------



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1.	Ms. Sudha Hegde	Presiding Officer
2.	Ms. Vanajakshi	Member
3.	Mr. Ravi Prakash	Member
4.	Ms. Ramadevi	External Member

The summary of the complaints received, resolved and pending for redressal is as under during the FY 2024-25:

1.	Number of complaints of sexual harassment received during the year	0
2.	Number of complaints disposed off during the year	0
3.	Number of complaints pending for redressal during the year	0
4.	Number of cases pending for more than ninety days	0

36. ESTABLISHMENT OF VIGIL MECHANISM / WHISLE BLOWER MECHANISM:

The Company has established a Vigil Mechanism in compliance with the provisions of Section 177 (9) of the Companies Act, 2013 and Pursuant to Regulation No. 22 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, for directors and employees to report concerns about unethical behavior and actual or suspected fraud. It also provides for adequate safeguards against victimization of employees who avail the mechanism and allows direct access to the Chairman of the Audit Committee.

Ms. Manjula Tadipatri, Additional Director of the Company was appointed as Vigil Mechanism Member w.e.f. 13th May, 2025 due to resignation of Ms. Kodipadi Yerkadithaya Supriya Murthy. The Company has not received any whistle-blower complaint during the year and up to the date of this report.

37. INTERNAL FINANCIAL CONTROLS:

Internal financial controls are an integral part of the risk management process of the Company. Assurance on the effectiveness of the internal financial control is obtained through management reviews, continuous monitoring by functional heads as well as testing of the internal financial control systems by the internal auditors and statutory auditors during their course of audit. The



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Company believes that these systems provide reasonable assurance that Company's internal financial controls are designed effectively and are operating as intended.

38. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

In line with the requirements of the Companies Act 2013, the Company has formulated a Framework for Related Party Transactions (RPTs) and all the RPTs were either within the Framework approved by the Board or were separately approved by the Board as required under the Act.

During the year under review, all transactions entered into with related parties as defined under Section 2(76) of the Companies Act, 2013, are at arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no transactions with related parties in the financial year which were in conflict with the interest of the Company.

As a good corporate governance practice, the Company has voluntarily obtained approval of Audit Committee/ Members for the related party transactions. The related party transactions are reported to the Audit Committee on a regular basis. The details of related party transactions are furnished in Form AOC-2 annexed to this Report as **ANNEXURE III**.

39. LOANS FROM DIRECTORS AND RELATIVES OF DIRECTORS AS REQUIRED UNDER COMPANIES (ACCEPTANCE OF DEPOSIT) RULES, 2014:

During the year under review, the Company has accepted unsecured loan from its Directors as given below:

Sl. No.	Particulars	Long term Borrowings (Amount ₹ in Lakhs)	Short term Borrowings (Amount ₹ in Lakhs)
1	Unsecured Loan from Mr. Herga Poornachandra Kedilaya, Managing Director of the Company	200.00	-

40. SECRETARIAL STANDARDS:

The Directors state that applicable Secretarial Standards, i.e. SS-1 - 'Meetings of the Board of Directors' and SS-2 - 'General Meetings' have been duly followed by the Company.



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41. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the year under review, the Statutory Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees, to the Board of Directors under Section 143(12) of the Companies Act, 2013.

42. MATERIAL EVENTS OCCURRING AFTER THE BALANCE SHEET DATE:

No significant material event has occurred after the balance sheet date.

43. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

The Company does not have any Subsidiaries, Joint Ventures and Associate Companies.

44. HUMAN RESOURCE:

Employees are the most important assets of the organization. The human resource policy of the company is designed with the objective to attract and retain best talents available in the industry. The management conducts various training programs at frequent intervals to enhance the skill sets of employees. The Company has a transparent performance appraisal system which tries to make an objective assessment of employees' performance and requirement for further training. The objective of HR policy is to attract, motivate and develop a competent talent pool, provide conducive environment to perform and to ensure optimum utilization of human capital to become the best place to work. The policy is designed to provide a balanced working environment and to promote diversity in work force. The Company has designed a succession plan for future leadership roles emerging in the organization.

45. COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT 1961:

The Company affirms its compliance with the provisions of the Maternity Benefit Act, 1961, as amended from time to time.

Women employees are entitled to Maternity Leave for a period of 182 calendar days, which may commence up to 56 days prior to the expected date of delivery and extend to 126 calendar days (including the date of delivery) thereafter. In cases where the employee is an adoptive or commissioning mother, leave entitlement is governed as per applicable provisions of the Act.



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

During the year, there were no significant and material orders passed by any regulators or court's or tribunals impacting the going concern status and Company's operations in future.

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

During the year, there was no application made nor any proceedings pending under the Insolvency and Bankruptcy Code, 2016.

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

The Company has not availed of One Time Settlement from Banks or Financial Institutions hence, there is nothing to report in this regard.

49. CORPORATE GOVERNANCE:

Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of Sub-Regulation (2) of Regulation 46 and Para C, D and E Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to Corporate Governance are not applicable to the Company as the Company's paid-up equity share capital did not exceed Rs. 10 Crores and the net worth did not exceed Rs. 25.00 Crores as on the last day of the previous financial year ended March 31, 2024. However, as a good corporate governance practice, the Company has prepared Corporate Governance Report and annexed the same to the Directors Report.

50. PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code required pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when



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the Trading Window is closed. The code of prevention of Insider Trading and fair disclosures is placed on the website of the Company at <https://www.presstonic.com>.

51. ACKNOWLEDGEMENT:

The Directors place on records their gratitude to the members, Central and State Government and concerned Government departments and agencies for their co-operation, customers and vendors for their continued assistance and support extended to the Company during the year.

The directors also place on record their sincere thanks to the Company's Bankers for their continued support to the Company.

The directors also place on record their appreciation for the consistent, good team work and dedication put in by all categories of employees of the Company.

For & on behalf of the Board

PRESSTONIC ENGINEERING LIMITED

Sd/-

Sd/-

HERGA POORNACHANDRA KEDILAYA

Managing Director

DIN: 09120129

YERMAL GIRIDHAR RAO

Joint Managing Director & CFO

DIN: 09120130

Date: 20.08.2025

Place: Bangalore



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CORPORATE GOVERNANCE REPORT

[As required under Schedule V(C) of the Securities and Exchange
Board of India (Listing Obligations and Disclosure Requirements)
Regulations, 2015]

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company is adopting high standards of excellence in Corporate Governance and believes that good corporate governance practices should be enshrined in its activities. This would ensure efficient conduct of the affairs of the Company and help the Company to achieve its goal of maximizing value for all its stakeholders.

The Company's Corporate Governance philosophy has been further strengthened through its various Policies namely:

- Code of Conduct Policy
- Nomination and Remuneration Policy
- Policy on Prevention of Sexual Harassment of Women (POSH)
- Policy on Related Party Transaction
- Risk-Management Policy
- Insider Trading Policy
- Policy and Procedures for Inquiry in Case of Leak of Unpublished Price Sensitive Information
- Stakeholders Relationship Policy
- Whistle Blower Policy or Vigil Mechanism
- Determination of Materiality of Events or Information Policy
- Policy on Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI)
- Policy on Familiarization Programme for Independent Directors
- Policy on Preservation of Documents and Archival Records

The well-structured Internal Control Systems are subjected to regular assessment for its effectiveness, reinforces integrity of management and fairness in dealing with the Company's stakeholders.

The business operations are conducted for the benefit of all its stakeholders, including shareholders, employees, customers, suppliers, and statutory authorities.

The Company's Board comprises of eminent individuals with considerable experience and expertise across a range of disciplines including general management, business strategy, marketing, environment, social governance (ESG), legal and finance and is at the core of our



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corporate governance practice and oversees how the Management serves and protects the long-term interests of all our stakeholders.

We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance.

The Company has optimum combination of executive and non-executive directors including Independent Directors with one-woman director.

A report on compliance with corporate governance principles as prescribed under Regulation 17 to 27 read with Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") as applicable, is given below.

II. BOARD OF DIRECTORS:

The Board provides strategic guidance and independent views to the Company's management while discharging its fiduciary responsibilities. The Board also provides direction and exercises appropriate control to ensure that the Company is managed in a manner that fulfills stakeholder's aspirations and society's expectations.

The Board has identified the list of core skills/expertise/competences of the Board of Directors as required in the context of the business of the Company, which also forms part of the Policy of the Nomination and Remuneration.

The Company is managed by the Board of Directors comprising of eminent individuals with considerable experience and expertise across a range of disciplines including general management, business strategy, marketing, environment, social governance (ESG), legal and finance which formulates strategies, policies and reviews its performance periodically.

A. COMPOSITION OF THE BOARD:

The Company has a well-balanced Board with optimum mix of Executive and Non-Executive Directors including Independent Directors and with three Woman Directors. All Board members are highly competent individuals of reputable standing, characterized by strong integrity and professional excellence, each bringing expertise in their respective fields to effectively manage the Company's operations.

The composition of Board of Directors of the Company is in consonance with the requirements of the Companies Act, 2013 ("**Act**") and Regulation 17 of the SEBI Listing Regulations. As on March 31, 2025, the Board of Directors comprises of 6 (Six) Directors out of which 2 (Two) are Executive Directors, 2 (Two) are Non-Executive Directors and 2 (Two) are Non-Executive Independent Directors. The Chairman of the Board is a Non-Executive Independent Director.



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The Composition of the Board of Directors as on March 31, 2025 are as under:

Sl. No.	Name of Directors	Category	No. of Board Meetings attended during the FY 2024-25	Whether attended last AGM held on 16 th August, 2024	No. of Directorships in other Public Companies		Number of Committee positions held in other Public Companies	
					Chairman	Member	Chairman	Member
1	Mr. Nagendra D Rao	Independent Director & Chairman of the Board	4	Yes	Nil	Nil	Nil	Nil
2	Mr. Herga Poornachandra Kedilaya	Managing Director	4	Yes	Nil	Nil	Nil	Nil
3	Mr. Yermal Giridhar Rao	Joint Managing Director & CFO	4	Yes	Nil	Nil	Nil	Nil
4	Ms. Jyotsna Rajsekar Belliappa	Independent Director	3	Yes	Nil	Nil	Nil	Nil
5	Ms. Kodipadi Yerkadithaya Supriya Murthy	Non-Executive Director	4	Yes	Nil	Nil	Nil	Nil
6	Ms. Vidyalakshmi Rao	Non-Executive Director	4	Yes	Nil	Nil	Nil	Nil

*Note: *For the purpose of considering the limit of the number of directorship Private Limited Companies, Foreign Companies and Companies under Section 8 of the Act are excluded which is in line with the requirement of the SEBI Listing Regulations.*

*** For the purpose of determination of position in committees only chairmanship / membership of the Audit Committee and the Stakeholders' Relationship Committee have been considered as per Regulation 26 of the SEBI Listing Regulations.*



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B. NAME OF OTHER LISTED ENTITIES WHERE DIRECTORS OF THE COMPANY ARE DIRECTORS AND THE CATEGORY OF DIRECTORSHIP:

Sl. No.	Name of Directors	Directorship in other Listed Entities	Category of Directorship
Nil	Nil	Nil	Nil

C. BRIEF PROFILE OF DIRECTORS:

The Board of Directors comprises of highly renowned professionals of diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision-making process.

The below is a brief profile of the Company's Board of Directors as on 31st March, 2025:

Mr. Nagendra Dattathreya Rao, aged about 52 years, is the Non-Executive Independent Director of our Company since July 03, 2023. Mr. Nagendra Dattathreya Rao is a Designated Partner and Founder of CS Nagendra D. Rao and Associates, LLP, a firm of Practicing Company Secretaries in Bengaluru. He was elected to the Central Council of the Institute of Company Secretaries of India [ICSI] (A Statutory body, enacted under the Act of Parliament) for the term 2019-2022 and served as Vice-President of The ICSI for the year 2020 before being elected as President for the year 2021. With over 20 years of experience in Corporate Sector he specializes in Corporate and Securities Laws, Capital Markets Transactions, Business Planning, Mergers & Acquisitions, Financial Restructuring, Strategic Investment, Funds Planning & Arrangement. He is presently Director in Institute of Social Auditors of India, a Section 8 Company registered under the Companies Act, 2013. He was a member of the Central Taxes, Corporate Laws & GST Committee of the Federation of Karnataka Chambers of Commerce & Industry, Corporate Affairs and Taxation Committee of the Bangalore Chamber of Industry & Commerce. He has addressed several conferences, seminars, webinars and work-shops organised by the Professional Institutes and Trade Bodies at National as well as International levels. In recognition for his outstanding service rendered in the field of education CS Nagendra D. Rao was conferred the title "VIDYA VIKAS" by Dr. D.G. Shetty Educational Society (R), Dharwad, Karnataka.

Mr. Herga Poornachandra Kedilaya, aged about 53 years, is the Promoter and Managing Director of our Company. He has been on the Board of Directors since 2021. He holds Bachelor's Degree in Engineering from Bangalore University, Karnataka. As a young graduate employee, he had won many accolades in his brief stint as a Design Engineer and started his career in the field of petrochemical industry as a design engineer for a couple of years, which was directly followed by an entrepreneurship spanning more than 26 years and also has an in depth knowledge of product pricing, Life Cycle Costing (L.C.C), RAMS, Channel and Retail distribution networking pan India and all the facets of commercial banking like handling bank guarantees, Letter of credits,



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export financing, taxation and other statutory requirements. He is a visionary and provides valuable strategies and guidance to his teams. He has a unique techno-commercial knowledge of handling both B2B and B2C models and is very well versed in product pricing and in establishing product channel partnership networks for accelerating scalability.

Mr. Yermal Giridhar Rao, aged about 54 years, is the Promoter and Joint Managing Director & CFO of our Company. He has been on the Board of Directors since 2021. He holds a Master of Technology from Mangalore University. He is an accomplished Director with a distinguished educational background. He started his career at M/s. Alfred Herbert India Ltd. and then at M/s. Shetron Ltd. in Bangalore before co- founding Presston Engineering Corporation in 1996. As the Director of Presstonic Engineering Private Limited, he has led cross functional teams like design, product development and manufacturing. He has played a pivotal role in strategic planning, business development and fostering a culture of innovation, leading the company to sustained growth.

Ms. Kodipadi Yerkadithaya Supriya Murthy, aged about 58 years, is the Non-Executive Director of our Company since July 03, 2023. She has done her graduation in Commerce from Bangalore University (1987), Post Graduate Diploma in Interior Decoration & Designing from India International Trade Center. She also holds a Degree Course in Bharatanatyam from Keshava Nithyashala, School of Bharathanatya, Bangalore. Ms. Kodipadi Yerkadithaya Supriya Murthy is an efficient and competent individual who has more than 20 years of working experience as an entrepreneur in various field such as architecture, interior design, organic farming, Desi cow advocate and yogic healing. Having been Bharatanatyam dancer for over 20 years and was a cultural ambassador at Festival of India in Russia. She was a member of Organic Farming Association of India (OFAI) and awarded by Karnataka Govt. as a Natya Vidushi in 1985. Now, she is co-founder and advisor of Construction and Landscaping firm.

Ms. Jyotsna Rajsekar Belliappa, aged about 59 years, is the Non-Executive Independent Director of our Company since July 03, 2023. Ms. Jyotsna Rajsekar Belliappa is a Social Responsibility professional with deep operational experience in evaluating and managing social risk in the supply chain for 2 international Retailers – Marks and Spencer and the Gap Inc. More than 1200 individual vendors covered for ethical trade issues of human rights, labour and community involvement and development. Over the span of her career, she has influenced various programmes benefitting more than 1,00,000 workers and community members across India, Sri Lanka and Bangladesh supply chain. She has deep experience in managing ambiguity and conflict, keen ability to listen as well as communicate across internal and external stakeholders and currently working as Principal Consultant of BlueSky Sustainable Business LLP. She had won many accolades like Golden Peacock Award for Corporate Social Responsibility 2013 instituted by Institute of Directors, Business Responsibility Awards for the category -Best Corporate Sustainability Endeavour - Large Corporates instituted by FICCI, India and Parivartan Corporate Sustainability Stewardship Award 2013 instituted by Sustainable Business Leadership Forum, New Delhi.



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Ms. Vidyalakshmi Rao, aged about 46 years, is the Non-Executive Director of our Company since July 03, 2023. She holds a Bachelor of Commerce from University of Mysore. Ms. Vidyalakshmi Rao is a highly accomplished and driven person with a Bachelor of Commerce degree from the esteemed Marimallappa Arts and Commerce College in Mysore. With a strong background in accounting, costing, and logistics, she has been effectively leading financial planning and analysis and her expertise in optimizing supply chain operations and negotiating vendor contracts has proved beneficial for organizational efficiency. Vidyalakshmi is a strategic thinker and has demonstrated great leadership skills.

D. THE BOARD HAS IDENTIFIED THE FOLLOWING SKILLS/ EXPERTISE/COMPETENCIES WITH REFERENCE TO ITS BUSINESS FOR THE EFFECTIVE FUNCTIONING OF THE COMPANY AND WHICH ARE CURRENTLY AVAILABLE WITH THE BOARD:

In terms of the requirement of the SEBI Listing Regulations, the Board has identified the directors who have skills/expertise/competencies which is required for the effective functioning of the Company.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess expertise across a range of disciplines including general management, business strategy, marketing, environment, social governance (ESG), legal and finance.

E. AGENDA OF THE BOARD AND COMMITTEE MEETINGS:

Meetings are governed by a structured agenda and a Board member may bring up any matter for consideration of the meeting in consultation with the Chairman. Agenda papers are generally circulated to the Board members at least 7 working days in advance except in exceptional circumstances. In addition, for any business exigencies the resolutions are passed by circulation and are placed at the subsequent Board or Committee Meetings for ratification/approval. Detailed presentations are made at the meetings on all major issues to enable the Board to take informed decisions.

F. ATTENDANCE OF EACH DIRECTOR AT THE MEETING OF THE BOARD OF DIRECTORS AND THE LAST ANNUAL GENERAL MEETING:

During the Financial Year 2024-25, Four (04) Board Meetings were held on 13.05.2024, 16.07.2024, 12.11.2024 and 04.03.2025. The gap between two Board Meetings was within the maximum time gap prescribed in the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure) Regulations, 2015. The attendance of each Director at these Board Meetings and last Annual General Meeting were as under:



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Sl. No.	Name of Director	Attendance in the Board Meetings		Attendance at AGM held on 16.08.2024
		Held	Present	
1	Mr. Nagendra D Rao	4	4	Yes
2	Mr. Herga Poornachandra Kedilaya	4	4	Yes
3	Mr. Yermal Giridhar Rao	4	4	Yes
4	Ms. Jyotsna Rajsekar Belliappa	4	3	Yes
5	Ms. Kodipadi Yerkadithaya Supriya Murthy	4	4	Yes
6	Ms. Vidyalakshmi Rao	4	4	Yes

G. SEPARATE MEETING OF INDEPENDENT DIRECTORS:

Independent Directors play an important role in the governance processes of the Board. They bring their expertise and experience during the deliberations of the Board. This enriches the decision-making process at the Board with different points of view and experiences and prevents conflict of interest in the decision-making process.

None of the Independent Directors serves as “Independent Directors” in any of the listed companies.

Based on the disclosures received from all the Independent Directors and also in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Act and SEBI Listing Regulations and are independent from the management.

Schedule IV to the Act, inter alia, prescribes that the Independent Directors of the Company shall hold at least one meeting in a year, without the attendance of Non-Independent Directors and members of management.

During the year, one meeting of Independent Directors was held on 4th March, 2025.

H. DISCLOSURE OF RELATIONSHIPS BETWEEN THE DIRECTORS INTER-SE:

As on 31st March, 2025, there are no inter-director relationships among the Directors, except as noted below.

Ms. Kodipadi Yerkadithaya Supriya Murthy is sister of Mr. Herga Poornachandra Kedilaya, Managing Director of the Company.

Ms. Vidyalakshmi Rao is wife of Mr. Yermal Giridhar Rao, Joint Managing Director & CFO of the Company.

a. Number of shares and convertible instruments held by Non-Executive Directors as on 31st March, 2025:

Name of Directors	No. of Shares held
Ms. Kodipadi Yerkadithaya Supriya Murthy	Nil
Ms. Vidyalakshmi Rao	200
Mr. Nagendra D Rao	Nil
Ms. Jyotsna Rajsekar Belliappa	Nil

During the year under review, none of the Non-Executive Directors hold any convertible instruments of the Company.

I. FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:

With an aim to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly, familiarization program has been designed for the Independent Directors.

In compliance with the requirement of Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company has through presentations at regular intervals, familiarized and updated the Independent Directors with the strategy, operations and functions of the Company and Engineering Industry as a whole. The Company is also periodically reviewing this Programme and makes suitable revisions, as may be deemed necessary, from time to time.

Further, in line with the policy of the Company as framed in this regard and in compliance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has made a Familiarization Programme Policy and the Familiarization Programme was held on 4th March, 2025 and details of such familiarization programme for Independent Directors are available on the website of the Company at <https://www.presstonic.com>.

J. CODE OF CONDUCT FOR KMP, DIRECTORS AND SENIOR MANAGEMENT PERSONNEL:

In terms of Regulation 26(3) of the SEBI Listing Regulations, 2015 the Board of Directors of the Company has laid down the Code of Conduct for all KMP, Board Members and Senior Management Personnel of the Company. The said Code of Conduct has been posted on the website of the Company at <https://www.presstonic.com>.



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The KMP, Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code.

The Managing Director of the Company has given a declaration to the Company that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code and that declaration which forms part of this Annual Report.

K. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING:

In terms of SEBI Listing Regulations as amended from time to time, the Company has formulated and adopted a Code of Conduct for Prohibition of Insider Trading, Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Policy on procedures to be followed while conducting an inquiry in the event of leak or suspected leak of Unpublished Price Sensitive Information.

All the Directors, Employees of the Company and their immediate relatives and other connected persons who could have access to the Unpublished Price Sensitive Information of the Company, are governed under this Insider Trading Code.

III. COMMITTEES OF THE BOARD:

The Board has constituted the following 4 (Four) Committees viz:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders' Relationship Committee
- Risk Management Committee

The terms and reference to these Committees are determined by the Board and their relevance reviewed from time to time. Each of these Committees has been mandated to operate within the given framework. Minutes of the meetings of each of these Committees are tabled regularly at the Board Meetings for their perusal and noting.

A. AUDIT COMMITTEE:

The Board of Directors of the Company has constituted the Audit Committee in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations. The Committee members are having requisite experience in the fields of Finance, Accounts and Management. The Chief Financial Officer, Internal Auditor and representatives of Statutory Auditors are the permanent invitees at the Audit Committee meetings and the Company Secretary acts as the Secretary of the Audit Committee. All the recommendations of the Audit Committee have been accepted by the Board of Directors.



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The principal terms of reference of the Audit Committee, as approved by the Board and as updated from time to time by the Board, are as under:

- Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
- Recommending to the Board the appointment, remuneration and terms of appointment of the statutory auditor of the Company;
- Reviewing and monitoring the statutory auditor's independence and performance, and effectiveness of audit process;
- Approving payments to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act;
 - ii. Changes, if any, in accounting policies and practices and reasons for the same;
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. Significant adjustments made in the financial statements arising out of audit findings;
 - v. Compliance with listing and other legal requirements relating to financial statements;
 - vi. Disclosure of any related party transactions; and
 - vii. Modified opinion(s) in the draft audit report.
- Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
- Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/ prospectus/ notice and monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/application of the funds raised through the proposed initial public offer by the Company;
- Approval or any subsequent modifications of transactions of the Company with related parties;
- Scrutinizing of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;



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- Evaluating of internal financial controls and risk management systems;
- Reviewing, with the management, the performance of statutory and internal auditors, and adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussing with internal auditors on any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discussing with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Reviewing the functioning of the whistle blower mechanism;
- Approving the appointment of the chief financial officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority;
- Formulating a policy on related party transactions, which shall include materiality of related party transactions;
- Recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services; and
- Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

Audit Committee shall mandatorily review the following information:

- management discussion and analysis of financial condition and results of operations;
- management letters / letters of internal control weaknesses issued by the statutory auditors;
- internal audit reports relating to internal control weaknesses;
- the appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the audit committee;
- statement of deviations:



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- (a) Half Yearly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations;
- (b) Annual Statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.

In addition to the above, the Audit Committee discharges all such other duties and functions generally indicated under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 and the Rules made thereunder.

Composition of Audit Committee, number of Meetings held and participation at the Meetings during the year:

During the year, the Audit Committee meeting was held on 13.05.2024, 16.07.2024, 12.11.2024 & 04.03.2025. The Attendance of Members at meetings were as under:

Sl. No.	Name of Committee Member	Nature of Directorship	Position	No. of Meetings Held	No. of Meetings Attended
1	Mr. Nagendra D Rao	Non-Executive Independent Director	Chairman	4	4
2	Ms. Jyotsna Rajsekar Belliappa	Non-Executive Independent Director	Member	4	4
3	Mr. Herga Poornachandra Kedilaya	Managing Director	Member	4	4

B. NOMINATION AND REMUNERATION COMMITTEE:

The Board of Directors of the Company has constituted the Nomination and Remuneration Committee in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015.

Terms of reference of the committee inter alia, include the following:

- Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:



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- i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
 - ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
 - iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
- Formulating of criteria for evaluation of the performance of the independent directors and the Board;
 - Devising a policy on Board diversity;
 - Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance;
 - Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
 - Analyzing, monitoring and reviewing various human resource and compensation matters;
 - Performing such other activities as may be delegated by the Board and/ or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority; and
 - Recommend to the Board, all remuneration, in whatever form, payable to senior management.

In addition to the above, Nomination and Remuneration Committee discharges such duties and functions generally indicated under the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015, the Companies Act, 2013 and Rules made thereunder.

Composition of Nomination and Remuneration Committee, number of Meetings held and participation at the Meetings during the year:

During the year, the Nomination and Remuneration Committee meeting was held on 4th March, 2025. The Attendance of Members at meeting was as under:

Sl. No.	Name of Committee Member	Nature of Directorship	Position	No. of Meetings Held	No. of Meetings Attended
1	Ms. Jyotsna Rajsekar Belliappa	Non-Executive Independent Director	Chairperson	1	1
2	Mr. Nagendra D Rao	Non-Executive Independent Director	Member	1	1

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3	Ms. Vidyalakshmi Rao	Non-Executive Director	Member	1	1
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C. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board of Directors of the Company has constituted the Stakeholders' Relationship Committee in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations & Disclosure) Regulations, 2015.

Terms of reference of the Committee inter alia, include the following:

- Consider and resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares, non-receipt of annual report, non- receipt of declared dividends, issue of new/ duplicate certificates, general meetings, etc.;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports/statutory notices by the shareholders of the Company;
- Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
- To authorize printing of share certificate post authorization from the Board of Directors of the Company.
- To authorize RTA to maintain, preserve and keep in its safe custody all books and documents relating to the issue of share certificates, including the blank forms of share certificates.
- Carrying out any other functions contained in the Companies Act, 2013 and/or equity listing agreements (if applicable), as and when amended from time to time.

Composition of Committee, number of Meetings held and participation at the Meetings during the year:

During the year, the Stakeholders' Relationship Committee meeting was held on 4th March, 2025.

The Attendance of Members at meeting was as under:

Sl. No.	Name of Committee Member	Nature of Directorship	Position	No. of Meetings Held	No. of Meetings Attended
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1	Mr. Nagendra D Rao	Non-Executive Independent Director	Chairman	1	1
2	Mr. Herga Poornachandra Kedilaya	Managing Director	Member	1	1
3	Mr. Yermal Giridhar Rao	Joint Managing Director & CFO	Member	1	1

D. RISK MANAGEMENT COMMITTEE:

The Board of Directors of the Company has constituted the Risk Management Committee in compliance with the provisions of Regulation 21 of SEBI Listing Regulations, 2015.

Terms of reference of the Committee:

- To formulate a detailed risk management policy which shall include:
 - i. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
 - ii. Measures for risk mitigation including systems and processes for internal control of identified risks;
 - iii. Business continuity plan;
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.



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Composition of Committee, number of Meetings held and participation at the Meetings during the year:

During the year, the meetings of Risk Management Committee was held on 12th November, 2024 and 4th March, 2025.

The Attendance of Members at meetings were as under:

Sl.No.	Name of Committee Member	Nature of Directorship	Position	No. of Meetings Held	No. of Meetings Attended
1	Mr. Nagendra D Rao	Non-Executive Independent Director	Chairman	2	2
2	Mr. Herga Poornachandra Kedilaya	Managing Director	Member	2	2
3	Mr. Yermal Giridhar Rao	Joint Managing Director & CFO	Member	2	2

E. EVALUATION OF THE BOARD'S PERFORMANCE:

The Committee evaluate the performance of each Director of the Company under the Nomination and Remuneration Policy of the Company framed in accordance with the provisions of section 178 of the Act and based on their functions as mentioned in the Code of Conduct of the Directors and Senior Management Personnel and the criteria for the evaluation of the performance as prescribed above.

The evaluation of all the Directors (including executive & non-executive directors), Committees, Chairman of the Board, Independent Directors and the Board as a whole, was conducted for the FY 2024-25 as per the criteria provided in the SEBI circular dated January 5, 2017, No-SEBI/HO/CFD/CMD/CIR/P/2017/004.

Evaluation of Independent Director is carried on by the entire Board in the same way as it is done for the executive directors of the Company except the Independent Director getting evaluated.

Based on the performance evaluation of each and every Director and the chairman of the Company, the Committee provide the ratings based on each criteria and sub-criteria.

Based on the ratings given by the Committee to each Director, the overall effectiveness of the



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Board shall be measured and accordingly the Board decide the appointments, re-appointments and removal of the non-performing Directors of the Company.

Evaluation of the executive Directors of the Company is carried out by entire Board except the executive Director being evaluated. The meeting for the purpose of evaluation of performance of Board members is held at least once in a year as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

REMUNERATION OF DIRECTORS:

Remuneration of Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company.

The details of sitting fees paid to Non-Executive Directors for the FY 2024-25 are as under for attending the Board and Committee Meetings:

Sl. No.	Name of Directors	Sitting Fee
1	Mr. Nagendra D Rao	Rs. 8.50 Lakhs
2	Ms. Jyotsna Rajsekar Belliappa	Rs. 4.00 Lakhs
3	Ms. Vidyalakshmi Rao	Rs. 0.60 Lakhs
4	Ms. Kodipadi Yerkadithaya Supriya Murthy	Rs. 0.50 Lakhs

The details of remuneration paid to Executive Directors for the financial year 2024-25 are as under:

Sl. No.	Name of Directors	Designation	Remuneration
1	Mr. Herga Poornachandra Kedilaya	Managing Director	Rs. 21.00 Lakhs
2	Mr. Yermal Giridhar Rao	Joint Managing Director & CFO	Rs. 21.00 Lakhs

F. NAME AND DESIGNATION OF COMPLIANCE OFFICER:

Name and contact detail of Compliance Officer:	Ms. Sudha Gajanana Hegde Contact No. 080-23480001
Email Id for correspondence:	cs@presstonengg.co
Registered Office:	Sy. No. 2, Khatha No. 145, Hoysala Main Road, Pillappa Industrial Layout, Srigandhadakavalu, Sunkadakatte,



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Viswaneedam, Bangalore, North Bangalore, Karnataka
– 560091, India

G. DETAILS OF COMPLAINTS / QUERIES RECEIVED AND REDRESSED DURING APRIL 01, 2024 TO MARCH 31, 2025:

Number of shareholders' complaints pending at the beginning of the year	Number of shareholders' complaints received during the year	Number of shareholders' complaints redressed during the year	Number of shareholders' complaints pending at the end of the year
Nil	Nil	Nil	Nil

H. INFORMATION OF GENERAL BODY MEETINGS:

❖ The last three Annual General Meetings (AGM) were held as under:

Financial Year	Date of Meeting	Venue
2021-22	15.12.2022	C/O Presston Engineering Corp, 145, Sy No 2, Srigandhakavalu, Pillappa Indus Sunkadakatte, Bangalore – 560091
2022-23	17.05.2023	C/O Presston Engineering Corp, 145, Sy No 2, Srigandhakavalu, Pillappa Indus Sunkadakatte Bangalore – 560091
2023-24	16.08.2024	Annual General Meeting was held through Video Conference

I. MEANS OF COMMUNICATIONS:

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

The half-yearly and annual financial results of the Company are regularly submitted to the National Stock Exchange of India Limited ('NSE'), which are also uploaded on the Company's website.

The Company's website provides a comprehensive reference on its policies, corporate



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governance and investor relations. The Members can access the details of the Board, the Committees, Policies, Board Committee Charters, financial information, statutory filings, shareholding information, etc.

The information regarding the performance of the Company is shared with the shareholders vide the Annual Report. The Annual Report for FY 2024-25 is being sent in electronic mode, to all members who have registered their e-mail IDs for the purpose of receiving documents/communication in electronic mode with the Company and/or Depository Participants. The Annual Reports are also available on the Company's website at <https://www.presstonic.com>.

J. GENERAL SHAREHOLDER INFORMATION:

❖ ANNUAL GENERAL MEETING:

Date	19 th September, 2025
Time	12.30 P. M. (IST)
Venue	Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

For more details, please refer to the notice of the AGM.

❖ FINANCIAL CALENDAR:

The financial year of the Company is a period of twelve months beginning on 1st April of every calendar year and ending on 31st March of the following calendar year.

❖ STOCK EXCHANGES AND FEES:

Equity Shares of the Company are listed on the following Stock Exchange:

Name of Stock Exchange	Scrip Code	Address
NSE Emerge Platform, The National Stock Exchange of India Limited	PRESSTONIC	"Exchange Plaza", C-1,Block-G, Bandra-Kurla Complex, Bandra (E), Mumbai-400051

The Company has paid Annual Listing Fees for the financial year 2024-25 to the stock Exchange within the stipulated time.

❖ **DIVIDEND:**

No dividend is proposed to be declared in AGM for the FY 2024-25.

❖ **MARKET PRICE DATA:**

The Market and volume of the Company's share traded on NSE Emerge Platform of The National Stock Exchange of India Limited (NSE) during the financial year 2024-25 were as under:

2024-25	NSE			
	Share Price on NSE		Traded Volume (in Lakhs)	Traded Values (in Lakhs)
Month	High Rs.	Low Rs.	No. of Shares	
April 2024	155.95	122.25	6.64	935.18
May 2024	180.50	102.60	23.32	3,127.59
June 2024	116.95	90.15	6.45	689.36
July 2024	148.00	102.60	10.60	1297.37
August 2024	128.50	101.00	7.51	857.48
September 2024	151.00	106.00	14.14	1819.37
October 2024	126.75	106.80	3.49	404.15
November 2024	129.50	80.35	11.90	1175.90
December 2024	117.30	95.20	3.81	399.19
January 2025	120.65	106.00	2.54	292.64
February 2025	109.50	87.00	1.58	153.92
March 2025	118.85	81.00	4.82	485.87

❖ **REGISTRAR AND TRANSFER AGENT:**

CAMEO CORPORATE SERVICES LIMITED is acting as the Registrar and Transfer Agent ("RTA") of the Company for handling the share related matters.

Registered Office:

"Subramanian Building", #1, Club House Road,



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Chennai -600002, India

Contact Person: Ms. K. Sreepriya

Telephone: +91-44-40020700, 28460390

E-mail ID: investor@cameoindia.com

❖ SHARE TRANSFER SYSTEM:

Delegation of Share Transfer Formalities:

In terms of Regulation 40(1) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended, securities can be transferred only in dematerialized form w.e.f. December 18, 2023.

All matters connected with the share transfer and other matters are being handled by the RTA located at the address mentioned elsewhere in this report.

Pursuant to SEBI circular dated January 25, 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

❖ INVESTORS' GRIEVANCES:

The Registrar and Transfer Agent under the supervision of the Compliance Officer of the Company look after investors' grievances. **CAMEO CORPORATE SERVICES LIMITED** is responsible for redressal of Investors' Grievances. The Company Secretary of the Company has been appointed as the Compliance Officer for this purpose. At each Meeting of the Stakeholders' Relationship Committee, all matters pertaining to investors including their grievances and redressal are reported.

The Company has designated/provided the e-mail IDs, namely cs@presstonengg.co, investor@cameoindia.com for the purpose of registering complaints, if any, by the investors and expeditious redressal of their grievances.

❖ SHAREHOLDING PATTERN AS ON MARCH 31, 2025:

Category	No. of Shareholders	No. of Shares held	% of Shareholding
Promoters*	8	44,70,680	58.0044



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Resident	1774	29,09,600	37.7503
NRI	48	1,66,400	2.1589
Corporate Body	29	1,59,200	2.0655
Trust	1	1,600	0.0208
Total	1860	77,07,480	100.0000

*** Shareholding Pattern of Promoters and Promoters Group:**

Category	No. of Shares held	% of Shareholding
Herga Poornachandra Kedilaya	22,34,740	28.99
Yermal Giridhar Rao	22,34,740	28.99
H Chandrasekhar Kedilaya	200	0.0026
Sukanya	200	0.0026
Manjula Tadipatri	200	0.0026
Vidyalakshmi Rao	200	0.0026
Anirudh Rao Yermal	200	0.0026
Aditya Rao Yermal	200	0.0026
Total	44,70,680	58.0044

❖ DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2025:

Share or Debenture holding (in Rs.)	No. of Shareholders	% of Total Holders	Amount	% On Amount
10 to 5000	6	0.3226	12,000	0.0156
5001 to 10000	1001	53.8172	80,08,000	10.3899
10001 to 20000	554	29.7849	88,64,000	11.5005
20001 to 30000	87	4.6774	20,88,000	2.7091
30001 to 40000	107	5.7527	36,88,000	4.7850
40001 to 50000	30	1.6129	14,40,000	1.8683
50001 to 100000	44	2.3656	30,80,000	3.9961
100001 and above	31	1.6667	4,98,94,800	64.7356
Total	1860	100.0000	7,70,74,800	100.0000

❖ DEMATERIALISATION OF SHARES AND LIQUIDITY:

Equity Shares fully paid:

The Shares of the Company are compulsorily traded in DEMAT form in the Stock Exchange where they are listed. As on March 31, 2025, 100% of the total Equity Share Capital of the Company are Dematerialized. The Shares of the Company are traded at NSE Emerge Platform of National Stock Exchange of India Limited, Mumbai (NSE).

❖ COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:



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The Company has adequate risk management framework including for commodities as well as foreign exchange. The Company does not have material exposure for any commodity foreign exchange and accordingly, no hedging activities for the same is carried out.

❖ REGISTERED OFFICE OF THE COMPANY:

The Registered Office of the Company is situated at Sy. No. 2, Khatha No. 145, Hoysala Main Road, Pillappa Industrial Layout, Sriganthadakavalu, Sunkadakatte, Viswanedam, Bengaluru, North Bengaluru, Karnataka – 560091, India.

❖ ADDRESS FOR CORRESPONDENCE:

The shareholders may address their communication/ suggestion/ grievances/ queries to the Company's registered office or our Share Transfer Agent.

K. TRANSFER OF UNCLAIMED / UNPAID AMOUNTS TO THE INVESTOR EDUCATION AND PROTECTION FUND:

Unpaid / Unclaimed Dividends in accordance with the provisions of Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) dividends not encashed / claimed within seven years from the date of declaration are to be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate companies to transfer shares of Members whose dividends remain unpaid / unclaimed for a continuous period of seven years to the demat account of IEPF Authority. The Members whose dividend / shares are transferred to the IEPF Authority can claim their shares / dividend from the Authority.

The Company has no unclaimed dividend which is required to be transferred under the aforesaid provisions.

L. OTHER DISCLOSURE:

i) RELATED PARTY TRANSACTIONS:

All transactions entered into by the Company with related parties as defined under the Act and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 during the financial year 2024-25 were in the ordinary course of business and on arm's length pricing basis and do not attract the provisions of Section 188 of the Act. Transactions with related parties are disclosed in "Notes forming part of the Accounts" annexed to the financial



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statements for the year ended on 31.03.2025. There were no materially significant transactions with the related parties during the financial year which were in conflict with the interest of Company. Suitable disclosure as required by the Indian Accounting Standard (Ind AS 24) has been made in the Annual Report. The policy on dealing with related party transactions is available on website of the Company at <https://www.presstonic.com>.

ii) **COMPLIANCE WITH REGULATIONS:**

The Company has complied with the requirements of the Stock Exchange, SEBI and Statutory Authorities on all matters related to the capital markets during last year. No penalty or strictures were imposed on the Company by any of these authorities.

iii) **VIGIL MECHANISM/WHISTLEBLOWER POLICY:**

Pursuant to the provisions of the Companies Act, 2015 and Rules made thereunder and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has framed and adopted vigil mechanism policy to deal with instance of fraud and mismanagement, if any. The Company has also provided adequate safeguards against victimization of employees and directors who express their concerns.

The objective of this Policy to establish a vigil mechanism for directors and employees to report their genuine concerns and grievances. The vigil mechanism is required to provide adequate safeguards against victimization of employees and directors who avail the vigil mechanism and to provide direct access to the Chairman of Audit Committee in appropriate cases.

The vigil mechanism policy is available on website of the Company at <https://www.presstonic.com>.

iv) **ACCOUNTING STANDARDS:**

The Company has followed the Accounting Standards laid down by the Companies Act, 2013 and the Company has followed all relevant Accounting Standards notified by the Companies (Accounting Standards) Rules, 2014 while preparing Financial Statements for the financial year 2024-25.

v) **CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE:**

A certificate obtained from M/s. Shylendrakumar & Co. Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from



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being appointed or continuing as Director of the Company by the Board/Ministry of Corporate Affairs.

vi) **DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:** Not applicable

vii) The Company has duly complied with the requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

viii) **DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONAL PLACEMENT AS SPECIFIED UNDER REGULATION 32(7A):**

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutional placement specified under Regulation 32(7A) of the SEBI Listing Regulations.

ix) **DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Number of complaints filed during the financial year 2024-25:	0
Number of complaints disposed off during the financial year 2024-25:	0
Number of complaints pending as on end of the financial year 2024-25:	0
Number of cases pending for more than ninety days	0

x) **CEO/CFO CERTIFICATION:**

The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI Listing Regulations, certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affair. The said certificate is annexed and forms a part of the Annual Report.

xi) **CERTIFICATE ON CORPORATE GOVERNANCE:**

A compliance certificate from secretarial auditor pursuant to the requirements of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 regarding compliance of conditions of Corporate Governance is attached.



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xii) **DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF THE SCHEDULE II OF THE SEBI LISTING REGULATIONS:**

❖ **Chairman of the Board:**

The Chairman of the Board is Non-Executive Independent Director.

❖ **Modified Opinion(s) in Audit Report:**

During the year under review, there was no modified audit opinion in the Auditors' Report on the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinions in its financial statements.

❖ **Reporting of Internal Auditor:**

The Internal Auditor reports were placed before the Audit Committee of the Company, to ensure independence of the Internal Audit function.

For and on behalf of the Board of Directors

PRESSTONIC ENGINEERING LIMITED

Sd/-

HERGA POORNACHANDRA KEDILAYA

Managing Director

DIN: 09120129

Sd/-

YERMAL GIRIDHAR RAO

Joint Managing Director & CFO

DIN: 09120130

Date: 20.08.2025

Place: Bangalore



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CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

{As Required under Regulation 17(8) of SEBI
(Listing Obligations and Disclosure Requirements) Regulation, 2015}

We, Mr. Herga Poornachandra Kedilaya, Managing Director and Mr. Yermal Giridhar Rao, Joint Managing Director & Chief Financial Officer of Presstonic Engineering Limited (the "Company") hereby certify to the Board of Directors that:

1. We have reviewed the financial statements and the cash flow statement for the year ended as on March 31, 2025 and that to the best of our knowledge and belief:

(a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year which are fraudulent, illegal or in violation of the Company's code of conduct.

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

4. We have indicated to the auditors and the Audit Committee that:

(a) There are no significant changes in internal control over financial reporting during the year,

(b) There are no significant changes in accounting policies carried out during the year; and



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(c) There were no instances of fraud of which we have become aware and there are no instances of involvement of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **PRESSTONIC ENGINEERING LIMITED**

Sd/-

HERGA POORNACHANDRA KEDILAYA

Managing Director

DIN: 09120129

Sd/-

YERMAL GIRIDHAR RAO

Joint Managing Director & CFO

DIN: 09120130

Date: 13.05.2025

Place: Bangalore



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DECLARATION **CODE OF CONDUCT**

This is to confirm that the Presstonic Engineering Limited (the “Company”) has adopted a Code of Conduct for KMPs, Directors and Senior Management Personnel, which is available on the website of the Company at <https://www.presstonic.com>.

I, Mr. Herga Poornachandra Kedilaya, Managing Director of the Company, hereby declare that all the KMPs, Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year ended March 31, 2025.

For **PRESSTONIC ENGINEERING LIMITED**

Sd/-

HERGA POORNACHANDRA KEDILAYA
Managing Director
DIN: 09120129

Date: 12.05.2025
Place: Bangalore

ANNEXURE-I

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended 31st March 2025

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

To,
The Members
Presstonic Engineering Limited
Sy. No. 2, Khatha No. 145,
Hoysala Main Road, Pillappa Industrial Layout,
Srigandhadakavalu, Sunkadakatte,
Viswaneedam, Bangalore – 560091

I, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Presstonic Engineering Limited (CIN: L28995KA2021PLC145718) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- I) The Companies Act, 2013 ('the Act') and the Rules made thereunder;
- II) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;



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- IV) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of investment in overseas subsidiary and External Commercial Borrowings;
(Not Applicable for the Company during the Audit Period)
- V) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not Applicable for the Company during the Audit Period)**
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable for the Company during the Audit Period)**
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not Applicable for the Company during the Audit Period)**
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable for the Company during the Audit Period)**
- VI) Other laws applicable to the Company including Factories Act 1948, The Payment of Gratuity Act 1972, Environment Protection Act 1986, Minimum Wages Act 1948, Bonus Act 1965, Contract labour Act 1970, and Economic and Commercial Laws
- I have also examined compliance with the applicable clauses of the following:
- i) Secretarial Standards issued by The Institute of Company Secretaries of India.



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ii) The Listing Agreements entered by the Company with the National Stock Exchange of India Limited.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors, Woman Director and Independent Directors.

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

All decisions at Board meetings and committee meetings are carried out unanimously as recorded in the minutes of the Meetings of the Board of Directors or committee of the Board as the case may be.

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

Place: Bengaluru
Date: 09/08/2025

Sd/-
Shylendrakumar T R
Practicing Company Secretary
M. No: 10914, COP: 2453
UDIN: A010914G000971346
PR No: I1996KR073600



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

ANNEXURE – A

To,
The Members
Presstonic Engineering Limited
Sy. No. 2, Khatha No. 145,
Hoysala Main Road, Pillappa Industrial Layout,
Srigandhadakavalu, Sunkadakatte,
Viswaneedam, Bangalore – 560091

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

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

Place: Bengaluru
Date: 09/08/2025

Sd/-
Shylendrakumar T R
Practicing Company Secretary
M. No: 10914, COP: 2453
UDIN: A010914G000971346
PR No: I1996KR073600



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CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
Presstonic Engineering Limited
Sy. No. 2, Khatha No. 145
Hoysala Main Road, Pillappa Industrial Layout
Srigandhadakavalu, Sunkadakatte
Viswaneedam, Bangalore - 560091

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Presstonic Engineering Limited (CIN: L28995KA2021PLC145718) and having registered office at Sy. No. 2, Khatha No. 145, Hoysala Main Road, Pillappa Industrial Layout, Srigandhadakavalu, Sunkadakatte, Viswaneedam, Bangalore – 560091 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Companies Act, 2013. My responsibility is to express an opinion on these based on my verification. In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No	Name of the Director	DIN
01	Herga Poornachandra Kedilaya	09120129
02	Yermal Giridhar Rao	09120130
03	Vidyalakshmi Rao	10191959
04	Kodipadi Yerkadithaya Supriya Murthy	10191903
05	Jyotsna Rajsekar Belliappa	07241358
06	Nagendra Dattathreya Rao	05100840



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

Sd/-

Shylendrakumar T R

Practicing Company Secretary

M. No: 10914, COP: 2453

UDIN: A010914G000971357

PR No: I1996KR073600

Place: Bengaluru

Date: 09/08/2025

ANNEXURE-II

MANAGEMENT DISCUSSION & ANALYSIS REPORT

The management of the Company is pleased to present its report on the business environment & industry scenario, industry risks and opportunities and Company's performance during the financial year 2024-25.

COMPANY OVERVIEW:

The Company is engaged in the business of manufacturing of Metro Rail Rolling Stock Products, Metro Rail Signalling Products and supplies to renowned Global and Domestic OEM's engaged in the Rail and Metro Rail Rolling stock and manufacturing of Signalling equipments. The manufacturing facility spread over approx. 28,317.50 sq.ft. situated at Sy. No. 2, Khatha No. 145, Hoysala Main Road, Pillappa Industrial Layout, Sriganthadakavalu, Sunkadakatte, Viswanedam, Bengaluru- 560091 is equipped with latest machineries, equipments and instruments which is capable of manufacturing of diverse products for Railways and Metros and the Company has taken new factory premises on lease basis in Peenya Industrial Area, Bangalore, which is very close to the existing factory, that is spread over approx. 33,162 sq. ft. with 250KVA power- to cater the business/production requirements.

In terms of compliance with the SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations 2018, the following operating and financial review is intended to convey the Management's perspective on the financial and operating performance of the Company at the end of the FY 2024-25. This Report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in the Integrated Report. The Company's financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013, as amended and regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

This report is an integral part of the Board's Report. Aspects on industry structure and developments, outlook, risks, internal control systems and their adequacy, material developments in human resources and industrial relations have been covered in the Board's Report. This section gives significant details on the performance of the Company.

METRO RAILWAY SYSTEM IN INDIA:

The metro network plays a crucial role in India's urban infrastructure. Presently, India has the third-largest metro network in the world. Several cities nationwide have been investing in the expansion and modernization of existing metro rail networks. This includes adding new lines,



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extending existing ones and upgrading technology to enhance efficiency and capacity. As urban areas grow, the demand for efficient and sustainable mass transit solutions such as metro rail is anticipated to evaluate the metro rail infrastructure market growth. The Indian Government is undertaking several initiatives to upgrade its aging railway infrastructure and enhance its quality of service.

The urban rail transit in India is vital for intracity transportation in densely populated major cities. It encompasses various systems, including the Regional Rapid Transit System, suburban rail, monorails, and trams. The modernization of railway infrastructure and the expansion of the metro rail network are crucial for India's goal of becoming a developed nation by 2047. Construction Times examines the trends and future directions for the growth of India's railway and metro systems.

The government is expected to unveil a comprehensive five-year plan in the Union Budget 2025 aimed at implementing metro rail projects across the country on a mission basis. This long-term initiative is designed to improve metro and intercity rapid rail connectivity throughout India.

Indian Railways has introduced Vande Bharat trains with modern coaches which has enhanced safety features and amenities. The Vande Bharat Express is a semi-high-speed train service in India, designed to offer a faster and more comfortable travel experience. Hence, strong Government support and the opportunity generated in the current economic scenario, has pushed India to be one of the top leaders in the world's most attractive rail markets, be it metro or intercity trains.

FINANCIAL HIGHLIGHTS:

(Amount in INR Lakhs)

Particulars	March 31, 2025	March 31, 2024	Change(s) in %
Total Income	2144.07	2708.13	(20.83%)
Total Expenses	2055.20	2427.35	(15.33%)
EBIT	88.87	280.78	(68.35%)
Less: Prior period item	-	13.32	-
Profit before tax (PBT)	88.87	267.46	(66.77%)
Profit after tax (PAT)	86.40	252.55	(65.79%)



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KEY FINANCIAL RATIOS:

The details of changes in key financial ratios are given below:

Particulars	March 31, 2025	March 31, 2024	Change in %
a) Current Ratio	1.97	2.23	(11.30%)
b) Debt Equity Ratio	0.62	0.57	9.34%
c) Debt Service Coverage Ratio	1.35	2.02	(33.43%)
d) Return on Equity Ratio	3.42	16.99	(79.87%)
e) Inventory Turnover Ratio	1.71	2.35	(27.29%)
f) Trade Receivables Turnover Ratio	1.81	4.37	(58.60%)
g) Trade Payable Turnover Ratio	4.78	4.24	(12.79%)
h) Net Capital Turnover Ratio	1.21	1.47	(18.16%)
i) Net profit Ratio	4.11	9.64	(57.41%)
j) Return on Capital Employed	7.81	14.57	(46.38%)

OPPORTUNITIES AND THREATS:

Opportunities, Strategy & Strengths:

Since incorporation, our Company's vision and focus to manufacture and supply superior quality products to the customers, which has enabled us to expand our business operations and receive certifications from renowned bodies for our products and efficient manufacturing techniques. We ensure adherence to the domestic and international standards laid down for our products. Our Company manufactures products which are compliant with the stringent quality requirements prescribed by our customers.

Additionally, our business model offers tailored solutions to our customers while also manufacturing innovative, solution-oriented products. Our R&D Division is equipped with the necessary facilities to carry out all necessary trials to develop and devise products suitable to the different types of our customers or for catering to the infrastructure needs of our customers. Our R&D Division is located in our manufacturing unit with the objective to implement a performance-



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oriented approach with the help of technologies developed in-house. With an established R&D division, our Company ensures that we effectively meet the needs and demands of our customers in relation to their final products. The Company's emphasis on improving customer experience through flexible pricing, special discounts, and real-time information will enhance customer retention.

In the Union Budget 2025-26, the Government has allocated Rs. 31,239.28 crore for metro projects across the country. Indian Railways has introduced Vande Bharat trains with modern coaches having more enhanced safety features and amenities. The Union Budget for 2025-26 outlines strategic investments focused on developing railway infrastructure. These initiatives are expected to attract both international and domestic stakeholders, creating significant opportunities to modernize and expand India's railway industry in the years ahead.

Indian Railways introduced a digital platform for parcel and cargo booking, enabling MSMEs and traders to track and schedule freight seamlessly online. It supports e-commerce growth and makes Railways a stronger logistics partner. In 2025, Indian Railways is focused on significant expansion and modernization, including the introduction of new train sets like the Vande Bharat, Namo Bharat, and Amrit Bharat trains. Highlighting the development in metro rail network in the country, Government are planning to extend Metro rail network/connectivity in the many cities, hence, opportunities are more to get the business in this line of industry. With a strong emphasis on improving the metro rail network and connectivity in India, the Company is expected to benefit by expanding its reach and increasing its revenue streams.

The metro products business in India encounters various challenges and threats, such as intense competition, fluctuating customer demand, and the necessity to adapt to shifting market trends. Furthermore, logistical complexities, infrastructure limitations, and an evolving regulatory landscape present significant obstacle. The customer preferences and buying patterns can change rapidly, making it difficult to predict demand and manage inventory effectively. The external factors such as economic conditions and seasonal variations also impact demand, necessitating that businesses remain agile and adaptable. The attracting and retaining skilled employees, especially in specialized fields, is crucial. The Company must establish contingency plans to manage potential disruptions from pandemics or other unforeseen events.

During the financial year 2024-25 the company added new products – Luggage Rack under Metro Segment. The company also diversified into manufacture and supply of Non-Metro Products such as Commercial Kitchen Oven Parts, Support Kit, Support Rack and Shelves, which are developed for Export Market.



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Our Competition:

We operate in the competitive industry. Our industry has no entry barriers, which exposes us to the threat of competition from new entrants. We may encounter significant competition from both organized and unorganized players in our business. We compete with our rivals on a regional and product line basis. While some competitors possess significantly larger capital and resources, offering a wider range of products, we believe our competitive edge lies in maintaining consistent product quality and timely delivery at competitive prices. This approach has helped us strengthen our brand over the years. The competition may stem from direct rivals, such as other metro rail systems, as well as from competing lines vying for ridership and revenue.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company maintains an adequate system of Internal Controls including suitable monitoring procedures to ensure accurate and timely financial reporting of various transactions, efficiency of operations and compliance with statutory laws, regulations and Company policies. Suitable delegation of powers and guidelines for accounting have been issued for uniform compliance and also has in place its ERP operations to ensure IT based operations with minimum manual interventions. In order to ensure that adequate checks and balances are in place and internal control systems are in order, regular and exhaustive internal audits of various divisions are conducted by Internal Auditors or external professionals. The internal audit covers all the major areas of operations of the Company including identified critical/risk areas. The Audit Committee periodically reviews the significant findings of audits, as prescribed in the Companies Act, 2013 and as per the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

HUMAN RESOURCES / INDUSTRIAL RELATION:

As on March 31, 2025, the total manpower of the Company was 171, which included 47 employees as on roll basis and 124 employees as contract basis.

The Company employees participated in various training programs to enhance their professional skills and the Company also offered external training as needed.

The regular interactions were held with the employees through in-person mode, which helped in building an atmosphere of trust and cooperation and therefore, a motivated workforce.

RISK MANAGEMENT FRAMEWORK:

The Company has a comprehensive Risk Management Policy approved by the Board, covering credit risk, operational risk, liquidity risk and market risk of the organization. The Company also



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has a Risk Management Committee (RMC) in place. The main functions of RMC are to identify and monitor various risks of the organization and to suggest actions for mitigation of the same.

The Company has identified its internal risks and external risks and has taken appropriate steps to mitigate them.

The Operational risk arises from inadequate or failed internal processes, people and systems or external events. Liquidity risk is the risk of potential inability to meet the liabilities as they become due; and involves the inability of the Company to fund increase in assets, manage unplanned changes in the funding sources and to meet obligations when required.

Market risk of the Company is defined as the risk to the Company's earnings and capital due to changes in the market interest rate or prices of securities, foreign exchange as well as volatilities of changes. It comprises of interest rate risk, foreign currency risk etc. In order to mitigate such risks, the Company has laid down systematic risk management procedures. The operational risks are measured and categorized as 'High', 'Moderate' or 'Low' risk categories, through a comprehensive Risk Register covering all functional areas, namely business, compliance, finance, human resource, information technology, legal, operational and strategy. The Company manages its liquidity risk through a mix of strategies, including forward-looking resource mobilization based on projected disbursements and maturing obligations.

VISION AND MISSION:

We will grow our stakeholder focus and bring the interests of our stakeholders to the fore through an empowered, diverse and inclusive Board. We will further strengthen data privacy and information security standards across all operations in the Company.

Vision:

- To be India's leader in manufacturing metro and rail sub - assemblies by 2030.
- To be the first choice for OEMs of diverse sectors to develop newer components.

Mission:

- To be committed in meeting customer requirements and expectations.
- To provide the highest quality products at the most reasonable prices.
- To set a standard for the manufacturing of components and assemblies in diverse sectors.



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CAUTIONARY STATEMENT:

The management discussion and analysis report containing the Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors such as changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

For & on behalf of the Board

PRESSTONIC ENGINEERING LIMITED

Sd/-

Sd/-

HERGA POORNACHANDRA KEDILAYA

Managing Director
DIN: 09120129

YERMAL GIRIDHAR RAO

Joint Managing Director & CFO
DIN: 09120130

Date: 20.08.2025

Place: Bangalore

ANNEXURE-III

FORM AOC-2

AS ON 31ST MARCH, 2025

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

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

• **Details of contracts or arrangements or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered in to during the year ended on 31st March, 2025, which were not arm's length basis.

• **Details of material contracts or arrangement or transactions at arm's length basis:**

Name of related party	Nature of relationship	Duration of Contract	Date of Approval by Board	Salient terms	Amount (Rs. In Lakhs)	Amount paid as advances, if any
NIL						

For & on behalf of the Board

PRESSTONIC ENGINEERING LIMITED

Sd/-

HERGA POORNACHANDRA KEDILAYA

Managing Director

DIN: 09120129

Date: 20.08.2025

Place: Bangalore



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INDEPENDENT AUDITOR'S REPORT

To,
The Members of Presstonic Engineering Limited
(Formerly known as Presstonic Engineering Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Presstonic Engineering Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss and Statement of Cash Flows for the year ended on that date, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its Profit, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the 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 Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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 financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on the examination of books



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of account and explanation provided to us, we are of the opinion that there are no materially significant key audit matters that requires disclosure in this report.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure(s) to Board's Report, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on the 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 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern



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and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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.



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- Evaluate the overall presentation, structure and content of the 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 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.

Report On Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flows Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Financial Statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.



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- e) On the basis of the written representations received from the directors as on March 31, 2025, taken on record by the board of directors, none of the directors are disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.
 - i. The Company has disclosed details regarding pending litigations in note no 51 of financial statements, which would impact its financial position.
 - ii. The Company does 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 Company.
 - iv.
 - a. The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, 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;



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- c. Based on audit procedures which we 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 company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

for **GRSM & Associates**

Chartered Accountants

Firm registration number: 000863S

Sd/-

Rajgopal A

Partner

Membership Number: 205296

UDIN: 25205296BMIFER6901

Date: 13-5-2025

Place: Bengaluru



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Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Presstonic Engineering Limited of even date)

On the basis of the information and explanation given to us during the course of our audit, we report that:

- (i)
 - (a)
 - A) The Company has maintained proper records showing full particulars, including quantitative details and situation of its Property Plant and Equipment.
 - B) The Company has maintained proper records showing full particulars of Intangible assets.
 - (b) All the Property, Plant and Equipment have been physically verified by the management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - (c) The company does not have any immoveable properties and hence reporting under clause (i)(c) of paragraph 3 of the Order is not applicable to the Company.
 - (d) The company has not revalued its Property, Plant, and Equipment during the year. Therefore, reporting under clause (i)(d) of paragraph 3 of the Order is not applicable to the Company.
 - (e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, reporting under clause (i)(e) of paragraph 3 of the Order is not applicable to the Company.
- (ii)
 - (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.



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- (b) The Company has been sanctioned working capital limits in excess of Rupees 5 crores, in aggregate, during the first half of the financial year, from banks or financial institutions on the basis of security of identified current assets. In our opinion and according to the information and explanations given to us, the amount of current assets as per the Quarterly/Monthly Statements submitted by the Company with such banks are not in agreement with the books of accounts of the Company. The details of such differences in the amount of receivables are as below.

(Rs in lakhs)		
Quarter ending	As per Statements Submitted to Banks	As per Books of Accounts
June-2024	1,384.53	1,385.03

- (iii) According to the information and explanation given to us, the company has not made investments in, provided any guarantee or security, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships, or any other parties. Accordingly, reporting under clause (iii) of paragraph 3 of the Order is not applicable to the Company.
- (iv) According to the information and explanations given to us, the Company has not given any loans, investments or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Accordingly, reporting under clause (iv) of paragraph 3 of the Order is not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted deposits from the public in terms of provisions of sections 73 to 76 of the Companies Act, 2013. Therefore, reporting under clause (v) of paragraph 3 of the Order is not applicable to the Company.
- (vi) The Company's business activities are not covered by the Companies (Cost Records and Audit) Rules, 2014 and therefore, reporting under clause (vi) of paragraph 3 of the Order is not applicable to the Company.
- (vii)
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.



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- (b) According to the information and explanations given to us, there are no amounts in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and other material statutory dues which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix)
 - (a) According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
 - (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
 - (c) According to the information and explanations given to us, the term loans borrowed by the company were applied for the purposes for which they were obtained.
 - (d) According to the information and explanations given to us, on an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie not been used during the year for long-term purposes by the Company.
 - (e) According to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, reporting under clause (ix)(e) of paragraph 3 of the Order is not applicable to the Company.
 - (f) According to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, reporting under clause (ix)(f) of paragraph 3 of the Order is not applicable to the Company.
- (x)
 - (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Hence, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
 - (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and



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hence reporting under clause (x)(b) of paragraph 3 of the Order is not applicable to the Company.

(xi)

(a) According to the information and explanations given to us, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section 12 of Section 143 of the Companies Act has been filed in Form ADT 4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) According to the information and explanations given to us, the Company has not received any whistle-blower complaint during the year and up to the date of this report.

(xii) The Company is not a Nidhi Company. Accordingly, reporting under clause (xii) of paragraph 3 of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv)

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

(b) We have considered the internal audit reports issued till date to the Company during the year under audit.

(xv) According to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected to its directors. Accordingly, reporting under clause (xv) of paragraph 3 of the Order is not applicable to the Company.

(xvi) As per the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934; the Company has not conducted any Non-banking Financial or Housing Finance activities during the year; the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and the Company does not have any CIC as part of the group.



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Accordingly, reporting under clause (xvi) of paragraph 3 of the Order is not applicable to the Company.

- (xvii) The company has not incurred cash loss in current financial year as well in immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) As per the information and explanations given to us and on basis of books and records examined by us, since the Company is not required to spend any money under sub-section (5) of section 135 of the Act and hence reporting under clause (xx) of paragraph 3 of the Order is not applicable to the Company.
- (xxi) The company is not required to prepare a consolidated financial statement. Therefore, reporting under clause (xxi) of paragraph 3 of the Order is not applicable to the Company.

for GRSM & Associates

Chartered Accountants

Firm registration number: 000863S

Sd/-

Rajgopal A

Partner

Membership Number: 205296

UDIN: 25205296BMIFER6901

Date: 13-5-2025

Place: Bengaluru

4TH ANNUAL REPORT 2024-25
PRESSTONIC ENGINEERING LIMITED



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Annexure - B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (I) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Presstonic Engineering Limited ("the Company") as of March 31, 2025, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



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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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for GRSM & Associates

Chartered Accountants

Firm registration number: 000863S

Sd/-

Rajgopal A

Partner

Membership Number: 205296

UDIN: 25205296BMIFER6901

Date: 13-5-2025

Place: Bengaluru

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Balance Sheet as at 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share Capital	3	770.75	770.75
(b) Reserves and Surplus	4	1,797.63	1,711.23
Total		2,568.38	2,481.98
(2) Non-current liabilities			
(a) Long-term Borrowings	5	365.34	161.29
(b) Long-term Provisions	6	9.89	0.88
Total		375.23	162.17
(3) Current liabilities			
(a) Short-term Borrowings	7	1,235.99	1,253.97
(b) Trade Payables	8		
- Due to Micro and Small Enterprises		2.12	22.06
- Due to Others		248.93	125.15
(c) Other Current Liabilities	9	279.13	34.66
(d) Short-term Provisions	10	22.00	12.32
Total		1,788.17	1,448.16
Total Equity and Liabilities		4,731.78	4,092.31
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	11	976.51	763.36
(ii) Intangible Assets	11	2.77	3.98
(iii) Capital Work-in-progress	11	50.53	-
(iv) Intangible Assets under Development		29.76	-
(b) Deferred Tax Assets (net)	12	14.08	6.30
(c) Long term Loans and Advances	13	40.83	50.82
(d) Other Non-current Assets	14	86.28	44.06
Total		1,200.76	868.52
(2) Current assets			
(a) Inventories	15	1,320.05	1,137.35
(b) Trade Receivables	16	1,652.71	675.22
(c) Cash and bank balances	17	291.56	1,120.79
(d) Short-term Loans and Advances	18	255.38	257.61
(e) Other Current Assets	19	11.32	32.82
Total		3,531.02	3,223.79
Total Assets		4,731.78	4,092.31

See accompanying notes to the financial statements

As per our report of even date

For GRSM & Associates

Chartered Accountants

Firm's Registration No. 000863S

Sd/-

Rajgopal A

Partner

Membership No. 205296

Sd/-

Herga Poornachandra Kedilaya

Managing Director

DIN: 09120129

Sd/-

Yermal Giridhar Rao

Jt. Managing Director & CFO

DIN: 09120130

Sd/-

Sudha G Hegde

Company Secretary

M No: A68052

**For and on behalf of the Board of
Presstonic Engineering Limited**

Place: Bangalore

Date: 13 May 2025

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Statement of Profit and loss for the year ended 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
Revenue from Operations	20	2,103.74	2,619.00
Other Income	21	40.33	89.13
Total Income		2,144.07	2,708.13
Expenses			
Cost of Material Consumed	22	785.77	1,140.25
Change in Inventories of work in progress and finished goods	23	-11.89	-78.60
Employee Benefit Expenses	24	274.87	233.26
Finance Costs	25	236.84	300.28
Depreciation and Amortization Expenses	26	177.19	85.19
Other Expenses	27	592.42	746.97
Total expenses		2,055.20	2,427.35
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		88.87	280.78
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		88.87	280.78
Prior Period Item		-	13.32
Extraordinary Item		-	-
Profit/(Loss) before Tax		88.87	267.46
Tax Expenses			
- Current Tax		10.25	-
- Deferred Tax		-7.78	2.32
- Prior Period Taxes		-	12.59
Profit/(Loss) after Tax		86.40	252.55
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	28	1.12	4.68
-Diluted (In Rs)	28	1.12	4.68

See accompanying notes to the financial statements

As per our report of even date

For GRSM & Associates

Chartered Accountants

Firm's Registration No. 000863S

For and on behalf of the Board of

Presstonic Engineering Limited

Sd/-
Rajgopal A

Partner
Membership No. 205296

Sd/-
**Herga Poornachandra
Kedilaya**

Managing Director
DIN: 09120129

Sd/-
Yermal Giridhar Rao

Jt. Managing Director & CFO
DIN: 09120130

Sd/-
Sudha G Hegde

Company Secretary
M No: A68052

Place: Bangalore
Date: 13 May 2025

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Cash Flow Statement for the year ended 31 March 2025

(Rs in lakhs)

Particulars	Note	31 March 2025	31 March 2024
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit after tax		88.87	267.46
Depreciation and Amortisation Expense		177.19	85.19
Provision for Gratuity		13.32	-9.42
Effect of Exchange Rate Change		-0.74	-
Loss/(Gain) on Sale / Discard of Assets (Net)		-0.21	-
Bad debt, provision for doubtful debts		2.74	-8.11
Interest Income		-33.41	-28.69
Finance Costs		236.84	300.28
Operating Profit before working capital changes		484.61	606.71
Adjustment for:			
Inventories		-182.70	-50.28
Trade Receivables		-976.76	-150.72
Loans and Advances		-10.66	-81.46
Other Current Assets		20.74	-13.83
Other Non current Assets		-	-21.26
Trade Payables		103.84	-225.96
Other Current Liabilities		243.89	-34.06
Cash (Used in)/Generated from Operations		-317.03	29.14
Tax paid (Net)		4.30	166.22
Net Cash (Used in)/Generated from Operating Activities		-321.33	-137.08
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment		-481.90	-104.90
Sale of Property, Plant and Equipment		18.50	-
Loans and Advances given		-27.14	-
Proceeds from Loans and Advances		-58.49	-2.93
Interest received		33.41	28.69
Net Cash (Used in)/Generated from Investing Activities		-515.62	-79.14
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from Issue of Share Capital		-	2,330.50
Proceeds from Long Term Borrowings		440.61	-
Repayment of Long Term Borrowings		-236.56	-280.76
Proceeds from Short Term Borrowings		200.00	-
Repayment of Short Term Borrowings		-217.98	-58.81
Interest Paid		-236.84	-285.06
Net Cash (Used in)/Generated from Financing Activities		-50.77	1,114.44
Net Increase/(Decrease) in Cash and Cash Equivalents		-887.72	898.22
Opening Balance of Cash and Cash Equivalents		924.53	26.31
Closing Balance of Cash and Cash Equivalents	17	36.80	924.53

Components of cash and cash equivalents	31 March 2025	31 March 2024
Cash on hand	3.59	6.20
Balances with banks in current accounts	28.92	12.10
Others	4.30	906.22
Cash and cash equivalents as per Cash Flow Statement	36.80	924.53

Note:

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".

See accompanying notes to the financial statements

As per our report of even date

For GRSM & Associates

Chartered Accountants

Firm's Registration No. 000863S

**For and on behalf of the Board of
Presstonic Engineering Limited**

Sd/-

Rajgopal A

Partner

Membership No. 205296

Sd/-

Herga Poornachandra Kedilaya

Managing Director

DIN: 09120129

Sd/-

Yermal Giridhar Rao

Jt. Managing Director & CFO

DIN: 09120130

Sd/-

Sudha G Hegde

Company Secretary

M No: A68052

Place: Bangalore

Date: 13th May 2025

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Notes forming part of the Financial Statements

1 COMPANY INFORMATION

Presstonic Engineering Limited (the "Company" or "Presstonic") was first established as a partnership firm under the name and style of "M/s. Presston Engineering Corporation" in accordance with a deed of partnership dated June 3, 1996. On March 23, 2021, M/s. Presston Engineering Corporation was converted into a private limited company with the name "M/s. Presstonic Engineering Private Limited" in accordance with the provisions of Section 366, Chapter XXI of the Companies Act, 2013, and a certificate of incorporation dated March 23, 2021 was issued by the Registrar of Companies, CRC. Presstonic Engineering Private Limited was converted to a public limited company on 31-07-2023 with the change of name to "Presstonic Engineering Limited" in accordance with the provisions of the Companies Act, 2013, and a new certificate of incorporation dated July 31, 2023 was issued by the Registrar of Companies, Bangalore.

The registered office of the Company is situated at Sy. No.2, Khata No.145. Srigandadakavalu, Hoysalanagara Main Road, Pillappa Industrial Layout, Sunkdakatte, Bengaluru – 560 091, Karnataka. The Company is engaged in the business of manufacturing of Metro Rail Rolling Stock Products, Railway Signaling Products, Infrastructure Products and related products.

2 SIGNIFICANT ACCOUNTING POLICIES

a Basis of Preparation

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of The Companies Act, 2013 ("the Act") read with Rule 7 of The Companies (Accounts) Rules, 2014, the provisions of the Act. The accounting policies adopted in the preparation of financial statements have been consistently applied. All assets and liabilities have been classified as current or non-current as per the company's normal operating cycle and other criteria set out in the Schedule III to The Companies Act, 2013. Based on the nature of operations and time difference between the provision of services and realization of cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The financial statements are presented in Indian Rupees (INR) and are rounded off to the nearest lakhs, except share and per share data, which is not rounded off. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

b Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

c Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

d Property, Plant and Equipment

Items of Property, plant and equipment are measured at its cost less any accumulated depreciation and any accumulated impairment losses. The cost comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts and rebates and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as "Capital Work in Progress."

e Intangible assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The company has capitalized all costs relating to acquisition and installation of intangible assets.

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Notes forming part of the Financial Statements

f Depreciation and amortization

Depreciation on Property, Plant and Equipment is provided to the extent of depreciable amount on the written down value method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act 2013, which is given in the table below.

The Intangible assets are amortized using straight line method over their estimated useful lives, which is given below. The estimated useful life is reviewed annually by the management.

Depreciation is not recorded on capital work-in progress until construction and installation is completed and the asset is for intended use.

Type of Assets	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years
Computer Software	6 Years

g Impairment of assets

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset, other than inventory and deferred tax, may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets is considered as a cash generating unit.

If any indication of impairment exists, an estimate of the recoverable amount of the individual asset/cash generating unit is made. Asset/cash generating unit whose carrying value exceeds their recoverable amount are written down to the recoverable amount by recognising the impairment loss as an expense in the statement of profit and loss.

h Leases

Leases are classified into Finance Lease and Operating Lease at the inception of lease and accounted for accordingly. Leases where substantially all the risks and rewards of ownership are transferred to the lessee, even though legal ownership may not be transferred are identified as Finance Leases. All other leases i.e. Leases where the lessor retains the risks and rewards of ownership are considered as Operating Leases. The Company is primarily a Lessee.

Under a finance lease, the leased asset and a corresponding liability are recognised at the present value of the minimum lease payments. Under an operating lease, the lease payments other than refundable deposits are recognised as an expense over the lease term.

i Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is arrived at by applying weighted average method. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value is the price at which the inventories can be realised in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition.

j Cash and cash equivalents

Cash and cash equivalents comprise cash and cash on deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Notes forming part of the Financial Statements

k Revenue recognition

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, the Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Sales are recognized net of trade discounts, rebates and Goods and Service Tax.

Revenue from rendering of services is recognised when the performance of agreed contractual task has been completed.

Interest income is recognised on accrual basis on the Bank Deposit balance outstanding as at end of financial year.

l Employee Benefits

Post-employment benefit plans

(i) Defined Contribution Plan are post-employment benefit plans under which an enterprise pays fixed contributions into a separate entity (a fund) and will have no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. The Company contributes to the Provident Fund of the employees operated by the Regional Provident Fund Commissioner, which qualifies to be a defined contribution plan.

(ii) Defined Benefit Plan are post-employment benefit plans other than defined contribution plans. Gratuity (defined benefit plan) : The Company provides for Gratuity, covering eligible employees under Company Gratuity Scheme. On reporting date, liabilities with respect to gratuity plan as determined by an independent actuarial valuation and actuarial gains/losses are charged to the Statement of Profit and Loss Account. The Company has obtained an insurance policy to cover the Gratuity Liabilities of the Company.

Other employee benefits

Short-term Employees Benefits: All employee benefits payable within twelve months of rendering the service are classified as short-term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. in the period in which the employee renders the related service. A liability is recognized for the amount expected to be paid when there is a present obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

m Foreign currency transactions

The transactions in foreign currency are recorded at the rate of exchange in force at the time the transactions are effected. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the closing exchange rate prevailing at the balance sheet date. Gains / Losses arising out of fluctuations in the exchange rate at the time of settlement or restatement, are recognized as Income / Expense in the period in which they arise.

n Taxation

The accounting treatment for the Income Tax in respect of the Company's income is based on the Accounting Standard on Accounting for Taxes on Income" (AS-22). The provision made for Income Tax in Accounts comprises both, the current tax and deferred tax. Provision for Current Tax is made on the assessable Income Tax rate applicable to the relevant assessment year after considering various deductions available under the Income Tax Act, 1961.

Deferred tax is recognized for all timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. The carrying amount of deferred tax asset/liability is reviewed at each Balance Sheet date and consequential adjustments are carried out. Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

Minimum Alternate Tax credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

o Segment accounting

The company identifies distinguishable components of the business as business segments based on the business's internal organization and the way they are managed. A segment is considered reportable if its revenue, segment result (profit or loss), or total segment assets are 10% or more of the corresponding totals for all segments. If the total revenue from reportable segments is less than 75% of the company's overall revenue, additional segments are identified as reportable until 75% of the revenue is covered.

The revenues and expenses are allocated to different segments either based on direct attribution or reasonable allocation based on sales to external customers. The assets and liabilities are allocated to each segment based on factors like the segment's direct use of assets and liabilities, and the nature of the segment's operations. Segment liabilities would exclude borrowings and other liabilities incurred for financing purposes.

For secondary segmentation, the company identifies the distinguishable geographic segment that is engaged in providing an individual product or service or a group of related product or services within a specific environment and subject to risks and returns exclusive of other segments, primarily domestic and exports.

p Provisions, Contingent liabilities and Contingent assets

A provision is recognized when the Company has a present obligation as a result of past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liabilities are not recognized but are disclosed in the notes to accounts when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources, when there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote.

A contingent asset is neither recognised nor disclosed in the financial statements.

q Earnings Per Share

Basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted Earnings Per Share: For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

As per our report of even date

For GRSM & Associates
Chartered Accountants
Firm's Registration No. 000863S

**For and on behalf of the Board of
Presstonic Engineering Limited**

Sd/-

Rajgopal A
Partner
Membership No. 205296

Sd/-

Herga Poornachandra Kedilaya
Managing Director
DIN: 09120129

Sd/-

Yermal Giridhar Rao
Jt. Managing Director & CFO
DIN: 09120130

Sd/-

Sudha G Hegde
Company Secretary
M No: A68052

Place: Bangalore

Date: 13 May 2025

Presstonic Engineering Limited
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3 Share Capital

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Authorised Share Capital		
Equity Shares, of Rs. 10 each, 8000000 (Previous Year -8000000) Equity Shares	800.00	800.00
Issued, Subscribed and Fully Paid up Share Capital		
Equity Shares, of Rs. 10 each, 7707480 (Previous Year -7707480) Equity Shares paid up	770.75	770.75
Total	770.75	770.75

a) 22,35,340 No. of Equity Shares were issued for Consideration other than cash, on incorporation pursuant to the conversion of a Partnership Firm into a Private Limited Company as on 23-03-2021 as per the provisions of Section 366 of the Companies Act 2013.

b) The Company has issued fully paid bonus equity shares of 22,35,340 in the ratio of 1:1 as on 22nd May 2023.

c) The Company during the previous year has completed its initial public offer (IPO) of 32,36,800 Equity shares of face value of Rs 10 each at an issue price of Rs.72/- per share amounting to Rs 2,330.50/- lakhs The equity shares of the company were listed on SME EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") on 18th December 2023

d) The Company has completed its initial public offer (IPO) of 32,36,800 Equity shares of face value of Rs 10 each at an issue price of Rs 72/- per share amounting to Rs 2,330.50/- lakhs The equity shares of the company were listed on SME EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") on 18th December 2023.

(i) Reconciliation of number of shares

Particulars	31 March 2025		31 March 2024	
	No. of shares	(Rs in lakhs)	No. of shares	(Rs in lakhs)
Opening Balance	77,07,480	770.75	22,35,340	223.53
Issued during the year	-	-	54,72,140	547.21
Deletion	-	-	-	-
Closing balance	77,07,480	770.75	77,07,480	770.75

(ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of equity shares. Each shareholder is eligible for one vote per share held. In case of any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

(iii) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Equity Shares	31 March 2025		31 March 2024	
	No. of shares	In %	No. of shares	In %
Herga Poornachandra Kedilaya	22,34,740	28.99%	22,34,740	28.99%
Yermal Giridhar Rao	22,34,740	28.99%	22,34,740	28.99%

(iv) Shares held by Promoters at the end of the year 31 March 2025

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
Herga Poornachandra Kedilaya	Equity	22,34,740	28.99%	0.00%
Yermal Giridhar Rao	Equity	22,34,740	28.99%	0.00%

Shares held by Promoters at the end of the year 31 March 2024

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
Herga Poornachandra Kedilaya	Equity	22,34,740	28.99%	-21.01%
Yermal Giridhar Rao	Equity	22,34,740	28.99%	-21.01%

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

(v) Equity shares movement during 5 years preceding 31 March 2025

Particulars	2024-25	2023-24	2022-23	2021-22	2020-21
Issued on conversion of P'ship Firm (Nos.)	-	-	-	-	22,35,340
Issued as bonus (Nos.)	-	22,35,340	-	-	-
Added through IPO (Nos.)	-	32,36,800	-	-	-

4 Reserves and Surplus

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Securities Premium		
Opening Balance	1,415.39	-
Add: Issue of Shares	-	2,006.82
Less: IPO Issue Expenses written off	-	591.43
Closing Balance	1,415.39	1,415.39
Statement of Profit and loss		
Balance at the beginning of the year	295.84	266.82
Add: Profit/(loss) during the year	86.40	252.55
Less: Appropriation		
Transfer to General Reserve	-	223.53
Balance at the end of the year	382.24	295.84
Total	1,797.63	1,711.23

*During the previous year, pursuant to the provision of Section 52(2)(C) of the companies act, 2013., the entire expenses of issue of shares through IPO has been written off from the Securities Premium Account.

5 Long term borrowings

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Secured Term loans from banks		
-Canara Bank-Term Loan	42.42	161.29
Secured Term loans from other parties	153.39	-
Unsecured Term loans from other parties	61.16	-
Unsecured Loans and advances from related parties	108.37	-
Total	365.34	161.29

Particulars of Long term Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installments	No of Installment
Canara Bank - Term Loan	Hypothecation of Current Assets & Machinaries	10.85%	Rs.171556 + Int.	41
Canara Bank - GECL 1	NCGTC Guarantee	9.43%	Rs.470251 + Int.	31
Canara Bank - GECL 2	NCGTC Guarantee	9.43%	Rs.127497 + Int.	36
Canara Bank - GECL 3	NCGTC Guarantee	9.43%	Rs.241664 + Int.	41
Canara Bank - WCTL	Hypothecation of Current Assets & Machinaries	12.80%	Rs.329302	36
Protium Finance Limited - Machinery Loan	Plant & Machinery	13.50%	Rs.275605	61
UGRO Capital Limited	Plant & Machinery	14.01%	Rs.230639	36
Godrej Finance Limited	Unsecured	17.00%	Rs.173048	24
Kotak Mahindra Bank Limited - Business	Unsecured	17.50%	Rs.179510	36
Poornachandra Kedilaya	Unsecured	14.00%	Rs.960258	30
Protium Finance Limited - Business Loan	Unsecured	17.00%	Rs.144021	30
Unity Small Finance Bank Ltd	Unsecured	17.50%	Rs.109860	36

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

- a) Canara bank: Rate of Interest on loans varies based on RLLR.
b) Some of the loans from Bank were initially sanctioned to the partnership firm later all the existing loans were transferred in the name of the company.
c) Current Maturity of Long term debts disclosed under schedule Short Term Borrowings.
d) Loans from Bank are additionally secured by the personal guarantee of directors
e) There are no defaults in the repayment of borrowings as on the balance sheet date.

6 Long term provisions

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Provision for employee benefits	9.89	0.88
Total	9.89	0.88

7 Short term borrowings

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Current maturities of long-term debt	505.42	153.23
Secured Loans repayable on demand from banks		
-Canara Bank - OD against FD	0.85	-
-Canara Bank - Overdraft	-	470.24
Secured Other loans and advances		
-Canara Bank-(Bill Discounting Facilities)	144.56	149.99
-Loan from NSIC - Purchase Bills Discounting - against BG	91.89	-
-Loan from NSIC - Raw Materials against BG	493.27	480.51
Total	1,235.99	1,253.97

Particulars of Short term Borrowings

Name of Lender/Type of Loan	Rate of Interest	Nature of Security
Canara Bank - Overdraft	11.30%	Hypothecation of Current Assets & Machinaries
The National Small Industries Corp. Ltd - RM Loan	9.00%	Bank Guarantee issued by Canara Bank
Canara Bank - Supply Bill Discounting	9.45%	Hypothecation of Current Assets & Machinaries
Small Industries Development Bank of India - WCTL	9.50%	Hypothecation of Current Assets & Covered under
Canara Bank - OD against Fixed Deposit	9.30%	Lien on Fixed Deposits
The National Small Industries Corp. Ltd - Bill Discounting	9.75%	Bank Guarantee issued by Canara Bank

- a) Canara Bank - Overdraft loan for working capital was closed during the second quarter of the financial year.

8 Trade payables

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Due to Micro and Small Enterprises	2.12	22.06
Due to others		
-Expenses Payable	3.79	-
-Others	245.14	125.15
Total	251.05	147.21

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

8.1 Trade Payable ageing schedule as at 31 March 2025

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	2.12	-	-	-	2.12
Others	246.56	2.37	-	-	248.93
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					251.05
MSME - Undue					
Others - Undue					
Total					251.05

8.2 Trade Payable ageing schedule as at 31 March 2024

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	22.06	-	-	-	22.06
Others	125.13	0.01	-	-	125.15
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					147.21
MSME - Undue					
Others - Undue					
Total					147.21

9 Other current liabilities

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Statutory dues	24.30	7.19
Salaries and wages payable	26.37	16.32
Advances from customers	203.61	0.46
Expenses Payable	24.85	10.69
Total	279.13	34.66

10 Short term provisions

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Provision for employee benefits	9.47	5.75
Provision for income tax	12.53	6.57
Total	22.00	12.32

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

11 Property, Plant and Equipment

(Rs in lakhs)

Name of Assets	Gross Block				Depreciation and Amortization				Net Block	Net Block
	As on 01-Apr-24	Addition	Deduction	As on 31-Mar-25	As on 01-Apr-24	for the year	Deduction	As on 31-Mar-25	As on 31-Mar-25	As on 31-Mar-24
(i) Property, Plant and Equipment										
Building	42.94	62.04	-	104.97	10.39	5.15	-	15.54	89.43	32.55
Plant and Equipment	841.80	314.16	38.07	1,117.89	186.64	138.04	19.78	304.91	812.98	655.15
Furniture and Fixtures	14.59	5.79	-	20.38	8.69	2.25	-	10.94	9.44	5.90
Vehicles	98.27	-	-	98.27	30.50	21.17	-	51.67	46.61	67.77
Office equipment	7.96	15.93	-	23.90	6.66	3.97	-	10.63	13.27	1.30
Computers	4.09	9.51	-	13.60	3.41	5.41	-	8.82	4.79	0.69
Total	1,009.65	407.43	38.07	1,379.01	246.29	175.98	19.78	402.50	976.51	763.36
Previous Year	547.55	462.11	-	1,009.65	164.76	81.53	-	246.29	763.36	382.78
(ii) Intangible Assets										
Computer software	7.64	-	-	7.64	3.66	1.21	-	4.87	2.77	3.98
Total	7.64	-	-	7.64	3.66	1.21	-	4.87	2.77	3.98
Previous Year	7.64	-	-	7.64	-	3.66	-	3.66	3.98	7.64
(iii) Capital Work-in-progress									50.53	-
(iv) Intangible Assets under Development									29.76	-

Company is in the process of making 'Dies and Tools' required for products that are in the pipeline.

Company is in the process of 'Developing, Designing and Prototyping' some products that are in the pipeline.

(iii) Capital Work-in-progress

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Opening Balance	-	-
Add: Addition during the year	50.53	-
Less: Capitalised during the year	-	-
Closing Balance	50.53	-

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

Capital Work-in-Progress Ageing Schedule

(Rs in lakhs)

Capital Work-in-Progress	Amount in CWIP for a period of				31-Mar-25	Amount in CWIP for a period of				31-Mar-24
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	50.53	-	-	-	50.53	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-

(iv) Intangible Assets under Development

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Opening Balance	-	-
Add: Addition during the year	29.76	-
Less: Capitalised during the year	-	-
Closing Balance	29.76	-

Intangible assets under development ageing Schedule

(Rs in lakhs)

Intangible assets under development	Amount in CWIP for a period of				31 March 2025	Amount in CWIP for a period of				31 March 2024
	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1 -2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	29.76	-	-	-	29.76	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

12 Deferred tax assets net

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Deferred tax assets net	14.08	6.30
Total	14.08	6.30

12.1 Significant Components of Deferred Tax

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Deferred Tax Asset		
Expenses provided but allowable in Income tax on Payment basis	5.85	0.46
Provision for doubtful debts		1.80
Difference between book depreciation and tax depreciation	8.24	4.04
Gross Deferred Tax Asset (A)	14.08	6.30
Deferred Tax Liability		
Gross Deferred Tax Liability (B)	-	-
Net Deferred Tax Asset (A)-(B)	14.08	6.30

13 Long term loans and advances

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Capital Advances	40.83	50.82
Total	40.83	50.82

14 Other non current assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Security Deposits		
-Electricity Deposit	4.72	4.18
-Other Deposits	1.55	1.37
-Rental Deposit	80.01	38.51
Total	86.28	44.06

15 Inventories

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Raw materials	683.00	512.18
Work-in-progress	637.05	585.23
Finished goods	-	39.93
Total	1,320.05	1,137.35

16 Trade receivables

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Unsecured considered good	1,652.71	675.22
Total	1,652.71	675.22

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

16.1 Trade Receivables ageing schedule as at 31 March 2025

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	1,524.98	1.04	-	3.50	123.19	1,652.72
Undisputed Trade Receivables- considered doubtful						-
Disputed Trade Receivables considered good						-
Disputed Trade Receivables considered doubtful						-
Sub total						1,652.72
Undue - considered good						
Total						1,652.72

16.2 Trade Receivables ageing schedule as at 31 March 2024

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	507.10	24.41	82.59	13.18	47.93	675.22
Undisputed Trade Receivables- considered doubtful						-
Disputed Trade Receivables considered good						-
Disputed Trade Receivables considered doubtful						-
Sub total						675.22
Undue - considered good						
Total						675.22

17 Cash and bank balances

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Cash on hand	3.58	6.20
Balances with banks in current accounts	28.92	12.11
Others		
-Deposits	4.30	906.22
Cash and cash equivalents - total	36.80	924.53
Other Bank Balances		
Deposits with original maturity for more than 3 months but less than 12 months	254.76	196.26
Total	291.56	1,120.79

Cash and Cash Equivalents includes Deposits Maturing beyond 3 Months - Rs.4.30 lakhs (PY Rs. 906.22 lakhs)

Presstonic Engineering Limited
(CIN: L28995KA2021PLC145718 - Formerly known as Presstonic Engineering Private Limited)
Notes forming part of the Financial Statements

18 Short term loans and advances

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Loans and advances to employees	4.31	9.86
Advances to suppliers	100.96	59.44
Balances with Government Authorities	22.79	37.54
Other loans and advances (Unsecured, considered good)		
-Advance Tax and TDS/TCS Receivable	2.11	55.70
-Advances (Under Litigation)	25.10	25.10
-Advances to others	0.83	-
-Other Receivables	66.23	67.47
-Prepaid Expenses	33.05	2.50
Total	255.38	257.61

19 Other current assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Others	4.01	-
Security Deposit NSE	-	23.30
Unclaimed GST Credits	7.31	9.52
Total	11.32	32.82

20 Revenue from operations

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Sale of products		
-Domestic	1,981.49	2,526.50
-Exports	122.25	87.45
Sale of services		
-Domestic	-	5.05
Total	2,103.74	2,619.00

21 Other Income

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Interest Income	33.41	28.69
Other non-operating income (net of expenses)	0.47	-
Duty Drawback	1.50	1.25
Exchange Gain	4.12	0.25
Old liabilities no more payables, written back	0.62	58.94
Profit on Sale of Machinery	0.21	-
Total	40.33	89.13

Presstonic Engineering Limited
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Notes forming part of the Financial Statements

22 Cost of Material Consumed

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Raw Material Consumed		
Opening stock	512.18	540.50
Purchases	952.38	1,103.34
Carriage Inwards	4.20	8.59
Less: Closing stock	683.00	512.18
Total	785.77	1,140.25
Total	785.77	1,140.25

23 Change in Inventories of work in progress and finished goods

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Opening Inventories		
Finished Goods	39.93	-
Work-in-progress	585.23	546.56
Less: Closing Inventories		
Finished Goods	-	39.93
Work-in-progress	637.05	585.23
Total	-11.89	-78.60

24 Employee benefit expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Salaries and wages	218.27	189.25
Staff welfare expenses	18.78	18.09
Bonus	14.19	6.43
Employers Contribution to PF & ESI	10.31	9.44
Gratuity	13.32	10.05
Total	274.87	233.26

Defined Contribution Plan

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
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Defined Benefit Plan

Changes in the present value of the defined benefit obligation

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Defined Benefit Obligation at beginning of the year	22.99	16.05
Current Service Cost	7.07	4.69
Interest Cost	1.66	1.21
Actuarial (Gain) / Loss	5.79	1.05
Defined Benefit Obligation at year end	37.51	22.99

Changes in the fair value of plan assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Expected return on plan assets	18.43	16.36
Expected Interest income of assets		0.62
Actuarial gain/ (loss) on plan assets		-0.62
Fair value of plan assets as at the end of the year	18.43	16.36

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Reconciliation of present value of defined benefit obligation and fair value of assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Present value obligation as at the end of the year	37.79	22.99
Fair value of plan assets as at the end of the year	18.43	16.36
Funded status/(deficit) or Unfunded net liability		-
Unfunded net liability recognized in balance sheet	-19.37	-6.63
Amount classified as:		
Short term provision	9.47	5.75
Long term provision	9.89	0.88

Expenses recognized in Profit and Loss Account

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Current service cost	7.07	4.69
Interest cost	1.66	1.21
Expected return on plan assets	-1.20	-0.62
Net actuarial loss/(gain) recognized during the year	5.79	1.66
Total expense recognised in Profit and Loss	13.32	6.94

Investment details of the Plan Assets

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Government of India Securities		-
Corporate Bonds		-
Insurer Managed Fund		-
Special Deposit Scheme		-
Assets Under Insurance Schemes	18.43	16.36
Total Fund Balance	18.43	16.36

Actuarial assumptions

Particulars	31 March 2025	31 March 2024
Discount Rate	6.86%	7.23%
Expected Rate of increase in Compensation Level	7.00%	7.00%
Expected Rate of return on Plan assets	7.23%	7.52%
Mortality Rate	IALM2012-14	IALM2012-14
Retirement Rate	58 years	58 years

General Description of the Plan

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

Net assets/liability & actuarial experience gain/(loss) for present benefit obligation ('PBO') and plan assets

(Rs in lakhs)

Particulars	31-03-2021	31-03-2022	31-03-2023	31-03-2024	31-03-2025
PBO	10.00	12.35	16.05	22.99	37.79
Plan assets	-	-	-	16.36	18.43
Net assets/(liability)	-10.00	-12.35	-16.05	-6.63	-19.37
Experience gain/(loss) on PBO	0.00	-0.27	-0.52	0.43	4.73
Experience gain /(loss) on plan assets	-	-	-	0.62	-0.28

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25 Finance costs

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Bank Charges	22.33	20.82
Bills Discounting Charges	17.31	40.39
Collateral Charges	27.91	55.81
Interest on Borrowings	169.29	168.04
Interest on Income Tax	-	15.22
Total	236.84	300.28

26 Depreciation and amortization expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Depreciation on property, plant and equipment	177.19	85.19
Total	177.19	85.19

27 Other expenses

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Auditors' Remuneration	6.00	5.50
Advertisement	36.94	0.41
Bad debts	2.74	-
Freight outward	17.32	33.56
Insurance	3.14	2.44
Power and fuel	22.63	23.52
Rent	66.62	38.32
Repairs to machinery	-	2.45
Rates and taxes	11.11	8.88
Miscellaneous expenses	0.52	-
Advances Written Off	-	50.83
Board Meeting Expenses	0.83	0.68
Computer Maintenance	1.81	1.52
Conveyance Charges	16.17	16.06
Delay Payment Charges	-	1.44
Director Sitting Fees	15.20	7.50
Job Work and Labour Charges	294.07	504.55
Late Payment Charges	14.71	-
Office Expenses	0.52	0.44
Printing and Stationery	2.26	1.64
Professional & Consultancy Charges	43.41	29.59
Registration Charges	0.47	-
Repairs and Maintenance	5.26	4.73
Security Charges	26.57	10.89
Software Expenses	1.37	-
Telephone & Internet Expenses	2.75	2.02
Total	592.42	746.97

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Notes forming part of the Financial Statements

28 Earning per share

Particulars	31 March 2025	31 March 2024
Profit attributable to equity shareholders (Rs in lakhs)	86.40	252.55
Weighted average number of Equity Shares	77,07,480	53,99,270
Earnings per share basic (Rs)	1.12	4.68
Earnings per share diluted (Rs)	1.12	4.68
Face value per equity share (Rs)	10	10

The Board of Directors at its meeting held on May 19, 2023 pursuant to section 63 and all other applicable provisions, if any, of the Companies Act 2013. and rules made thereunder, proposed that a sum of Rs. 223.53 Lacs be capitalised as Bonus Equity Shares out of free reserves and surplus, distributed amongst the Equity Shareholders by issue of 22,35,340 Equity Shares of Rs.10 each credited as Fully paid to the Equity Shareholders in the proportion of 1:1 Equity Share for every 1 (One) Equity Shares. It has been approved in the extra ordinary general meeting held on May 22, 2023. The Board of Directors of the Company in the Board meeting dated May 22, 2023 allotted the Bonus Equity Shares to the shareholders of the Company. Earnings Per Share calculations have been restated for the previous year to give effect of bonus issue.

29 Auditors' Remuneration

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Payments to auditor as		
- Auditor	4.00	4.00
- for taxation matters	1.50	1.50
- for other services	-	3.00
Total	5.50	8.50

30 Contingent Liabilities and Commitments

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Claims against the Company not acknowledged as debt-		
- TDS/ IT Demand	4.37	4.23
Guarantees issued by Banks on behalf of the Company	719.37	560.97
Commitments -		
- Estimated amount of contracts remaining to be executed on capital account and not provided for;(net off advances)	3.94	206.33
Total	727.68	771.53

31 Micro and Small Enterprise

(Rs in lakhs)

Particulars	31 March 2025		31 March 2024	
	Principal	Interest	Principal	Interest
Amount Due to Supplier	2.12	-	22.06	-
Principal amount paid beyond appointed date	-	-	-	-
Interest due and payable for the year	-	-	-	-
Interest accrued and remaining unpaid	-	-	-	-
Interest paid other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-	-	-
Interest paid under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year.	-	-	-	-
Further interest remaining due and payable for earlier years.	-	-	-	-

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There are no identified Micro and Small Enterprises, to whom the Company owes dues, which are outstanding as on 31st March, 2025 and identified MSME creditors to whom payment delayed beyond 45 days. This information is disclosed as required under the Micro, Small and Medium Enterprises Development Act, 2006

The suppliers who have registered themselves under the Micro, Small and Medium Enterprises Development Act, 2006, have been identified on the basis of information available with the company.

32 Earnings in Foreign Currencies

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Export of Goods calculated on FOB basis	122.25	19.50
Total	122.25	19.50

33 Expenditure made in Foreign Currencies

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Royalty	-	-
Know-how	-	-
Professional and Consultation Fees	14.63	-
Interest	-	-
Other Matters	-	-
Total	14.63	-

34 Value of Import on CIF basis

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Raw Materials	-	-
Components and Spare Parts	-	-
Capital goods	41.00	1.34
Tools and Sundry Items	2.25	-
Total	43.26	1.34

35 Un-hedged foreign currency exposure

The foreign currency exposure of the company is not hedged. A details of Unhedged foreign currency exposure at the year end is given below:

Particulars	Foreign Currency(FC)	31 March 2025	31 March 2024	31 March 2025	31 March 2024
		Amount in FC	Amount in FC	Amount in INR	Amount in INR
Trade Receivable-Debit Balance	Euro	0.26	-	24.11	-
Trade Receivable-Debit Balance	USD	-	0.12	-	9.87
Total		0.26	0.12	24.11	9.87

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Notes forming part of the Financial Statements

36 Related Party Disclosure

(i) List of Related Parties

	Relationship
Herga Poornachandra Kedilaya	Managing Director
Yermal Giridhar Rao	Joint Managing Director & CFO
Vidyalakshmi Rao	Non Executive Director
Kodipadi Yerkadithaya Supriya Murthy	Non Executive Director
Jyotsna Rajsekar Belliappa	Non Executive: Independent Director
Nagendra Dattathreya Rao	Non Executive: Independent Director & Chairman of the Board
Sudha Gajanana Hegde	Company Secretary
H.Chandrasekar Kedilaya	Relative of Managing Director

(ii) Related Party Transactions

(Rs in lakhs)

Particulars	Relationship	31 March 2025	31 March 2024
Salary & Bonus			
- Herga Poornachandra Kedilaya	Managing Director	22.05	19.86
- Yermal Giridhar Rao	Joint Managing Director & CFO	22.05	19.86
Salary			
- Sudha Gajanana Hegde	Company Secretary	5.96	3.99
Sitting Fees			
- Vidyalakshmi Rao	Non Executive Director	0.60	0.50
- Kodipadi Yerkadithaya Supriya Murthy	Non Executive Director	0.50	0.50
- Jyotsna Rajsekar Belliappa	Non Executive: Independent Director	4.00	3.00
- Nagendra Dattathreya Rao	Non Executive: Independent Director	8.50	3.50
Repayment of Borrowings			
- Herga Poornachandra Kedilaya	Managing Director	-	54.78
- Yermal Giridhar Rao	Joint Managing Director & CFO	-	54.78
Receipt of Receivables			
- Herga Poornachandra Kedilaya	Managing Director	-	33.13
- Yermal Giridhar Rao	Joint Managing Director & CFO	-	33.13
Reimbursement of Travelling Expenses			
- Herga Poornachandra Kedilaya	Managing Director	-	1.25
- Yermal Giridhar Rao	Joint Managing Director & CFO	-	1.45
Purchase of Vehicles			
- Herga Poornachandra Kedilaya	Managing Director	-	27.00
- Yermal Giridhar Rao	Joint Managing Director & CFO	-	27.00
Collateral Charges			
- H.Chandrasekar Kedilaya	Relative of Managing Director	27.91	55.81
Interest Payment			
- Herga Poornachandra Kedilaya	Managing Director	13.09	-
Unsecured Loan to the Company			
- Herga Poornachandra Kedilaya	Managing Director	200.00	-

(iii) Related Party Balances

(Rs in lakhs)

Particulars	Relationship	31 March 2025	31 March 2024
Salary Payable			
- Herga Poornachandra Kedilaya	Managing Director	1.30	1.36
- Yermal Giridhar Rao	Joint Managing Director & CFO	1.30	1.36
- Sudha Gajanana Hegde	Company Secretary	0.46	0.45
Other Receivables *			
- Herga Poornachandra Kedilaya	Managing Director	33.11	33.11
- Yermal Giridhar Rao	Joint Managing Director & CFO	33.11	33.11
Unsecured Loan			
- Herga Poornachandra Kedilaya	Managing Director	201.42	-

*The amount receivable from the promoters, which pertain to the partnership (pre-conversion) period.

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37 Utilisation of Funds raised through IPO (as at the end of the respective financial year)

(Rs in lakhs)

Particulars	31 March 2025	31 March 2024
Capital Expenditure- Plant and Machinery (Planned Rs.232.12 lakhs)	228.18	25.79
Prepayment of Borrowings (Planned Rs.500 lakhs)	500.00	-
Working Capital Requirements (Planned Rs.923.38 lakhs)	923.38	830.45
General Corporate Expenses (Planned Rs.350 lakhs)	350.00	350.00
Issue Related Expenses (Planned Rs.325 lakhs)	325.00	325.00
Total	2,326.56	1,531.24

During the previous financial year, the company has successfully completed its Initial Public Offer (IPO) of 32,36,800 equity shares of Rs 10/- each at a price of Rs 72/- per equity share (Including a premium of Rs 62 per share), amounting to Rs 2,330.50/- lakhs. Equity Shares offered in IPO were allotted on 14th December 2023 and listed on 18th December 2023. Details of the proceeds of IPO and utilisation, pursuant to Regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided above.

38 Loans and Advances given to Related Parties

The Company, during the year, has not granted any Loans or Advances to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013) and hence reporting in this regard is not applicable. However, there is an amount receivable from the promoters, which pertain to the partnership (pre-conversion) period.

39 Security of Current Assets Against Borrowings

The company is required to submit monthly statements of inventories and receivables to the bank. The statements of inventories and receivables filed by the Company with banks were generally in agreement with the books of accounts except on a few occasions. The disagreements were because these statements were provided on provisional basis. However, reconciliation with regard to quarter ending months are provided in the table below:

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account (Rs in lakhs)

Particulars	June,2024	-	-	-
Current Assets as per Quarterly Return filed with Bank	1,384.53	-	-	-
Add:				
Reconciliation due to adoption of provisional figures	0.50	-	-	-
Current Assets as per Books of Account	1,385.03	-	-	-

The borrowings against security of current assets were closed during the second quarter of the year, and hence no statements relating to current assets were submitted subsequently.

40 Details of Benami Property held

There are no proceedings which have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

41 Wilful Defaulter

Date of declaration as wilful defaulter

The Company has not been declared as wilful defaulter by any bank or financial Institution (as defined under companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve bank of India.

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42 Relationship with Struck off Companies

The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

43 Registration of Charge

The Company does not have any charges or satisfaction which are yet to be registered with Registrar of Companies beyond the statutory period.

44 Compliance with number of layers of companies

The company does not have any subsidiaries and hence disclosure related to non compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 is not applicable.

45 Ratio Analysis

Particulars	Numerator/Denominator	31 March 2025	31 March 2024	Change in %
(a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.97	2.23	-11.30%
(b) Debt-Equity Ratio	$\frac{\text{Total Debts}}{\text{Shareholder's Equity}}$	0.62	0.57	9.34%
(c) Debt Service Coverage Ratio	$\frac{\text{Earning available for Debt Service}}{\text{Debt Service}}$	1.35	2.02	-33.43%
(d) Return on Equity Ratio	$\frac{\text{Profit after Tax}}{\text{Average Shareholder's Equity}}$	3.42%	16.99%	-79.87%
(e) Inventory turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Inventories}}$	1.71	2.35	-27.29%
(f) Trade receivables turnover ratio	$\frac{\text{Total Turnover}}{\text{Average Trade Receivable}}$	1.81	4.37	-58.60%
(g) Trade payables turnover ratio	$\frac{\text{Total Purchases}}{\text{Average Trade Payable}}$	4.78	4.24	12.79%
(h) Net capital turnover ratio	$\frac{\text{Total Turnover}}{\text{Closing Working Capital}}$	1.21	1.47	-18.16%
(i) Net profit ratio	$\frac{\text{Net Profit}}{\text{Total Turnover}}$	4.11%	9.64%	-57.41%
(j) Return on Capital employed	$\frac{\text{Earning before interest and taxes}}{\text{Capital Employed}}$	7.81%	14.57%	-46.38%

Reasons for Variances

Return on Equity, Net Profit Ratio, DSCR and Return on Capital Employed are having significant variances due to reduction in the net profit for the year compared to that of the previous year.

Ratio of Trade Receivables was impacted due to high turnover towards the close of the year.

Higher inventory holding required for manufacture for orders on hand has impacted the inventory turnover ratio.

46 Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

The company has not advanced or given loan or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) 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 (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries and hence disclosure in this regard is not applicable.

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Notes forming part of the Financial Statements

47 Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) 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 (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, and hence disclosure in this regard is not applicable.

48 Undisclosed Income

The Company does not have any transaction which not recorded in the books of accounts that 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). Further, there are no transactions which are previously unrecorded income and related assets that were recorded in the books of accounts during the year.

49 Details of Crypto Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year, and hence disclosure relating to profit or loss on transactions involving Crypto/Virtual Currency and amount of currency held as at the reporting date and deposits or advances from any person for the purpose of trading or investing in Crypto/virtual currency is not applicable.

50 Segment Reporting (AS-17)

Company is unable to provide Segment Reporting as it is operating in only a single Business or Geographical Segment, as stated below:

- a) Primary Segment (Business Segment): The Company is Primarily engaged in the business of manufacturing of Metro Rail Rolling Stock Products, Railway Signaling Products, Infrastructure Products and other related products. The entire operations are governed by the same set of risk and returns. Hence, the same has been considered as representing a single Business Segment.
- b) Secondary Segment (Geographical Segments). The Company's Major Revenue are from the India for both the reporting periods. Hence, the same has been considered as representing a single Geographical Segment.

51 Pending Litigation

The Company has filed criminal complaints under Section 138 of the Negotiable Instruments Act, 1881, against (i) a service provider for ₹25.10 lakhs and (ii) a machinery vendor for ₹4.50 lakhs, in respect of cheques issued towards outstanding dues that were dishonoured due to insufficient funds. The cases are pending before the competent Magistrate Court. Based on legal advice, the management considers the amounts recoverable and no provision is required as at the reporting date.

52 Bank Guarantee

The Company has obtained a Bank guarantee from Canara Bank and issued to various parties and balance outstanding as on 31st March 2025 amounting to Rs.719.37 lakhs (PY: Rs 560.97/- lakhs.)

53 Confirmations

Balances of the Trade Receivables, Trade Payable, Loans and Advances and other current liabilities are subject to confirmation and reconciliation.

54 Regrouping

The previous year figures have been reclassified / regrouped / rearranged to conform to this year's classification. Figures in brackets indicate those for previous years.

55 Events after the Balance Sheet date

There were no significant events that occurred after the Balance Sheet date that required any adjustments to the financials.

As per our report of even date

For GRSM & Associates

Chartered Accountants

Firm's Registration No. 000863S

Sd/-

Rajgopal A

Partner

Membership No. 205296

Place: Bangalore

Date: 13 May 2025

**For and on behalf of the Board of
Presstonic Engineering Limited**

Sd/-

**Yermal Giridhar
Rao**

Jt. Managing
Director & CFO

DIN: 09120130

Sd/-

Sudha G Hegde

Company
Secretary

M No: A68052