SINGHAL KARUN & Co.

House No 434, Sector 35-A,
CHANDIGARH 160022
e-mail : profconsult@hotmail.com

INDEPENDENT AUDITORS' REPORT

To the Members of
Kamla Tesio Dials Limited.

Report on the Audit of the Financial Statements

1. Opinion

We have audited the financial statements of **M/s Kamla Tesio Dials Limited** ("the Company"), which comprise the balance sheet as at 31 March 2025, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the 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 31 March 2025, and the Profits and other changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Information Other than the Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

4. Management's Responsibility for the Financial Statements

The Company's management and 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 state of affairs, profit, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

5. 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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6. Report on Other Legal and Regulatory Requirements

(i) As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

(ii) As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The balance sheet, the statement of profit and loss, the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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, as per the Board of Directors of the company, in view of the MCA Notification No. G.S.R. 583(E) dated 13 June 2017, the company is exempt from the requirements of clause (i) of section 143(3) and therefore the report on adequacy and operating effectiveness of internal financial controls is not being made.

g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There have been no amounts 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, 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 or entity, 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, no funds have been received by the Company from any person or entity, 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; and

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c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination, which includes test checks, the company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility., however the same has not operated throughout the year for all the relevant transactions recorded in the respective software but only from 03rd May 2024 to 31st March 2025.

Further, from 03rd May 2024 to 31st March 2025 where audit trail (edit log) facility was enabled, we did not come across any instance of the audit trail feature being tampered with during the course of our audit.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, Since audit trail (edit log) facility was enabled w.e.f 03rd May 2024 hence audit trail has not been preserved by the company as per the statutory requirements for record retention.

h) No remuneration is paid by the Company to its Directors during the year.

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

For Singhal Karun & Co.,
Chartered Accountants
(Firm Regn no-04496N)

(Anil K. Goyal)
Proprietor
M.Ship No.FCA-80255

Place: Chandigarh
Dated: 15-05-2025
UDIN: 25080255BMGBTD8436

ANNEXURE REFERRED TO IN PARAGRAPH 6 OF THE AUDITORS' REPORT TO THE MEMBERS OF KAMLA TESIO DIALS LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2025

Based on audit procedures performed and taking into consideration the information and explanations given to us and the books of accounts and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i)(a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(i)(a)(B) The Company has maintained proper records showing full particulars of intangibles assets.

(i)(b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(i)(c) There is no immovable property (other than property where the Company is the lessee and the lease agreement is duly executed in favour of the lessee) held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.

(i)(d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year ended March 31, 2024.

(i)(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii)(a) The Company is working on job work basis, it do not have any inventory of raw material, stores and spares & finished goods and accordingly the requirement to report on clause 3(i)(e) of the Order regarding physical verification of inventory at reasonable intervals during the year is not applicable to the company.

(ii)(b) The Company has not been sanctioned any working capital limits from banks during the year on the basis of security of current assets of the Company, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) During the year the Company has granted a loan of Rs.4,00,000/- to one of its business associates, outstanding balance as on balance date Rs.3,83,335/-, at interest and repayable in installments. The repayment of loan including the previous loans granted to business associates is as stipulated and the other terms of the Loan are not prejudice to the interest of the company.

(iv) As the Company has given loans to its business associates in earlier years at interest and repayable in installments. The installments are being recovered as stipulated. No loans or investments are made or provided any guarantees/securities to any director, associate or joint venture companies, the requirement to report on clause 3(iv) of the Order is not applicable to the Company

(v) The Company have not accepted any deposits from any party and accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.

(vii) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, income-tax, sales-tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

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(ix)(a) The Company has not availed any loan, therefore, the question of default in repayment of loans or other borrowings or in the payment of interest thereon to any lender does not arise.

(ix)(b to f) As the Company has not availed any loans from banks/financial institutions, the requirement to report on clauses 3(viii)(b to f) of the Order are 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, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(x)(b) The Company has not made any preferential allotment / private placement of shares during the year.

(xi)(a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

(xi)(b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by cost auditor, secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(xi)(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the order are not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) The Company is not required to have internal audit system commensurate with the size and nature of its business and hence requirement to report on clause 3(xiv) of the Order is not applicable to the Company.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi)(a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934(2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(xvi)(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(xvi)(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order are not applicable to the Company.

(xvi)(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

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(xix) On the basis of the financial ratios disclosed in note -26 to the financial statements, 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. 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) The Company has no new ongoing projects, accordingly, the requirement to report on clause 3(xx)(a & b) of the Order are not applicable to the Company.

(xxi) The requirement to report on clause 3(xxi) of the Order is not applicable to the standalone financial statements of the Company.



For Singhal Karun & Co.,
Chartered Accountants
(Firm Regn no-04496N)

(Anil K. Goyal)
Proprietor
M.ShipNo.FCA-80255

Place: Chandigarh
Dated: 15-05-2025
UDIN: 25080255BMGBTD8436

KAMLA TESIO DIALS LIMITED
(CIN : U33309CH1996PLC018732)

Balance Sheet as at 31st March 2025
(Amount in Rupees unless stated otherwise)

Particulars	Note	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	1	9,26,619	9,43,438
Right-of-use assets	1	25,16,976	40,47,191
Intangible assets	1	900	3,275
Financial assets			
- Investments		-	-
- Other financial assets	2	59,000	59,000
Income- tax assets (net)	3	7,56,636	7,02,477
Loans and Advances	6	1,43,335	4,80,457
Other non-current assets			
Total non-current assets		**44,03,466**	**62,35,838**
Current assets			
Inventories		-	-
Financial assets			
-Trade receivables	4	26,88,718	2,78,123
- Cash and cash equivalents	5	75,26,831	14,67,807
- Loans and Advances	6	6,41,241	4,70,855
Other current assets	7	9,43,881	10,96,362
Total current assets		**1,18,00,671**	**33,13,147**
Total assets		**1,62,04,139**	**95,48,985**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	8	1,00,00,000	1,00,00,000
Other equity	9	(14,24,911)	(63,88,571)
Total equity		**85,75,089**	**36,11,429**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
-Borrowings		-	-
-Lease Liabilities	10	13,76,896	31,18,742
Other financial liabilities		-	
Total non-current liabilities		**13,76,896**	**31,18,742**
Current liabilities			
Financial liabilities			
-Borrowings		-	-
-Lease Liabilities	10	17,42,292	15,29,336
-Trade payables	11	9,92,831	5,94,818
-Other financial liabilities	12	24,41,975	5,65,000
Other current liabilities	13	10,75,056	1,29,660
Total current liabilities		**62,52,154**	**28,18,815**
Total liabilities		**76,29,050**	**59,37,557**
Total Equity and Liabilities		**1,62,04,139**	**95,48,985**

Corporate Information and Significant accounting policies and notes on accounts-19 to 27

As per our report of even date attached.
For SINGHAL KARUN & CO.
Chartered Accountants

(Anil K. Goyal)
Proprietor

SINGHAL KARUN & CO. Chartered Accountants

For **and on behalf of the Board of Directors**
KAMLA TESIO DIALS LIMITED

(Y.SABOO)
Director

(S.K. MASOWN
Director

KAMLA TESIO DIALS LIMITED

(CIN : U33309CH1996PLC018732)

Statement of Profit and Loss for the period ended 31st March 2025

(Amount in Rupees unless stated otherwise)

Particulars	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from operations	14	2,15,65,420	1,39,91,687
Other income	15	1,69,772	1,27,946
Total Income		**2,17,35,192**	**1,41,19,633**
Expenses			
Cost of materials consumed		-	-
Changes in inventories of finished goods and stock-in-trade		-	-
Employee benefit expense	16	75,83,165	69,64,194
Depreciation and amortization expense	1	15,70,241	15,38,069
Finance costs	17	4,69,848	6,39,139
Other expenses	18	65,17,635	43,88,967
Total expenses		**1,61,40,889**	**1,35,30,369**
Profit (loss) before exceptional and extraordinary items and tax		**55,94,303**	**5,89,264**
Exceptional Items ;		-	
Profit (loss) before extraordinary items and tax		55,94,303	5,89,264
Extraordinary Items		-	
Profit (loss) before tax		55,94,303	5,89,264
Tax expense:			
Current tax charge		(5,77,951)	-
Provision for MAT		(2,94,760)	(91,925)
MAT Credit Entitlement		2,94,760	91,925
Taxes Earlier Year (Lapse of MAT Credit Entitlement)		(52,692)	-
Profit/(loss) for the year		**49,63,660**	**5,89,264**
Earnings per equity share [Nominal value of Rs.10 (previous year Rs.10)]			
Basic (Rs.)		4.96	0.59
Diluted (Rs.)		4.96	0.59

Corporate Information and Significant accounting policies and notes on accounts-19 to 27

As per our report of even date

For SINGHAL KARUN & CO.
Chartered Accountants

(Anil K. Goyal)
Proprietor
Membership No. FCA80255
UDIN : 25080255BMGBTD8436

Place : Chandigarh
Dated: 15-05-2025

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

For **and on behalf of the Board of Directors**
KAMLA TESIO DIALS LIMITED

(Y.SABOO)
Director
DIN:00012158

(S.K. MASOWN)
Director
DIN : 03542390

KAMLA TESIO DIALS LIMITED
(CIN : U33309CH1996PLC018732)
Cash flow statement for the year ended 31 March 2025
(Amount in Rupees unless stated otherwise)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A. Cash flow from operating activities:		
Net profit before tax from continuing operations	55,94,303	5,89,264
Adjustments for:		
Depreciation	15,70,241	15,38,069
Interest expense	4,69,848	6,39,139
Interest income	(1,69,772)	(1,27,946)
Less: Tax paid	(54,159)	(89,727)
Operating profit before working capital changes		
Adjustments for:		
(Increase) / decrease in trade and other receivables	(24,10,595)	2,88,215
(Increase) / decrease in loans and advances	1,66,736	4,70,855
(increase)/decrease in other current assets	1,52,481	(2,88,051)
Increase / (decrease) in trade payables	3,98,013	(1,73,551)
Increase / (decrease) in other current liabilities	28,22,370	64,412
Short term provisions	-	
Cash flow from operating activities before taxes	**85,39,467**	**29,10,679**
Direct taxes paid / (refunds) (net)	**6,30,643**	
Net cash flow from operating activities	**79,08,823**	**29,10,679**
B. Cash flow from investing activities:		
Purchase of fixed assets		
(Increase) / decrease in Fixed assets	(20,832)	(1,63,650)
Net cash used in investing activities	**(20,832)**	**(1,63,650)**
C. Cash flow from financing activities:		
Increase/(decrease) in unsecured loans		
Principal portion of lease payments	(15,28,890)	(13,39,037)
Interest portion of lease payment	(4,69,848)	(6,39,139)
Interest Income	1,69,772	1,27,946
Net cash used in financing activities	**(18,28,967)**	**(18,50,230)**
Net increase/(decrease) in cash and cash equivalents	**60,59,024**	**8,96,798**
Opening cash and cash equivalents	14,67,807	5,71,009
Closing cash and cash equivalents	**75,26,831**	**14,67,807**
Notes:		
1 Cash and cash equivalents include:		
Balance with banks	**75,26,831**	**14,67,807**

2 The cash flow statement has been prepared in accordance with "Indirect Method" as set out in Indian Accounting Standard-7 on " Statement on Cash Flows"

3 Refer note no.20 for significant accounting policies.

For SINGHAL KARUN & CO.
Chartered Accountants

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

(Anil K. Goyal)
Proprietor
Membership No. FCA80255
UDIN : 25080255BMGBTD8436
Place : Chandigarh
Dated: 15-05-2025

For **and on behalf of the Board of Directors**
KAMLA TESIO DIALS LIMITED

(Y. SABOO)
Director
DIN:00012158

(S.K. MASOWN)
Director
DIN:03542390

KAMLA TESIO DIALS LIMITED
(CIN : U33309CH1996PLC018732)
Statement of changes in Equity for the year ended 31st March 2025

a. Equity share capital

				Total
Balance as at 1st April,2022		1000000		1,00,00,000
Changes in equity share capital during 2022-23		-		-
Balance as at 31st March 2023		1000000		1,00,00,000
Changes in equity share capital during 2023-24				-
Balance as at 31st March 2024		1000000		1,00,00,000
Changes in equity share capital during 2024-25				-
Balance as at 31st March 2025		1000000		**1,00,00,000**

b.Other Equity

Particulars	Retained earnings	Compulsory convertible cumulative preference shares	Securties premium	Total Other Equity
Balance as at 1st April,2022	(79,27,692)	-	-	(79,27,692)
-Profit for the year	9,49,857	-	-	9,49,857
As at 31st March 2023	**(69,77,835)**	-	-	**(69,77,835)**
-Profit for the year	5,89,264	-	-	5,89,264
As at 31st March 2024	**(63,88,571)**	-	-	**(63,88,571)**
-Profit for the year	49,63,660	-	-	49,63,660
As at 31st March 2025	**(14,24,911)**	-	-	**(14,24,911)**

KAMLA TESIO DIALS LIMITED

Notes forming part of the balance sheet as at 31.03.25

Note : 1 Fixed Assets

		Gross Block				Depreciation				Net Block	
Sr. No	Particulars	Value as on 01.04.2024	Addition during the year	Deletion during the year	Value as on 31.03.25	Value as on 01.04.2024	Charge for the Year	Adjustments	Value as on 31.03.25	WDV as on 31.03.25	WDV 31.0
1	Plant and equipment -Owned	85,34,128	42,425	-	85,76,553	77,55,760	27,285	-	77,83,045	7,93,508	7,
2	Office equipment -Owned	1,75,560	17,898	-	1,93,458	82,428	6,933	-	89,361	1,04,097	
3	Furniture and Fixture -Owned	33,568	5,100		38,668	6,221	3,433	-	9,654	29,014	
4	Vehicles -Owned	8,91,815	-	8,91,815	-	8,47,224	-	8,47,224	-	-	
5	Intengible Assets	18,000	-		18,000	14,725	2,375	-	17,100	900	
6	Right-of-use assets	75,04,626			75,04,626	34,57,435	15,30,215		49,87,650	25,16,976	40,
	TOTAL	1,71,57,697	65,423	8,91,815	1,63,31,305	1,21,63,793	15,70,241	8,47,224	1,28,86,810	34,44,495	49,
	(Previous Year)	1,69,94,047	1,63,650	-	1,71,57,697	1,06,25,724	15,38,069	-	1,21,63,793	49,93,904	63,

Note: 1) No depreciation has been charged for the year on assets whose WDV as on 1.4.2024 is reduced to 5% of the Gross Cost.
2) Depreciation has been charged as per rates provided in the Part "C" of Schedule II of the Companies Act 2013.
3) Right of use assets has been amortised over the lease period of respective assets.

KAMLA TESIO DIALS LIMITED
(CIN : U33309CH1996PLC018732)
Notes forming part of the accounts as on 31st March 2025
(Amount in Rupees unless stated otherwise)

	As at 31March 2025	As at 31March 2024
2. Other financial assets -Long Term		
Security Deposit	59,000	59,000
	59,000	**59,000**
3 Income - Tax assets (net)		
MAT Recoverable	7,56,636	5,14,568
Tax Refundable	-	1,87,908
	7,56,636	**7,02,477**
4. Trade receivables		
(Unsecured and considered good, unless otherwise stated)		
-Debts outstanding for a period exceeding six months		
- Other Debtors		
-Other debts.Due from related party	26,88,718	2,78,123
	26,88,718	**2,78,123**

As at 31 March 2025	Not due	< 1 years	1 year to 2 years	2 year to 3 years	> 3 years	Total
Undisputed Trade Receivable - considered good	-	26,88,718	-	-	-	26,88,718
Undisputed Trade Receivable- which have significant increase in credit risk	-	-	-	-	-	
Disputed Trade Receivable- which have significant increase in credit risk	-	-	-	-	-	
Total		26,88,718	-	-	-	26,88,718

As at 31 March 2024	Not due	< 1 years	1 year to 2 years	2 year to 3 years	> 3 years	Total
Undisputed Trade Receivable - considered good	-	2,78,123	-	-	-	2,78,123
Undisputed Trade Receivable- which have significant increase in credit risk	-	-	-	-	-	
Disputed Trade Receivable- which have significant increase in credit risk	-	-	-	-	-	
Total		2,78,123	-	-	-	2,78,123

5. Cash and cash equivalents		
Balances with banks in current accounts	41,45,338	14,67,807
Balances with banks in FDR and Interest Accured thereon	33,81,493	-
	75,26,831	**14,67,807**
6 Loans and Advancrs		
Other-Unsecured Advance		
Long term	1,43,335	4,80,457
Short Term	6,41,241	4,70,855
	7,84,576	**9,51,312**
7. Other Current Assets		
GST Recoverable	5,01,438	10,96,174
TDS Recoverable (AY 25-26)	4,40,361	-
Staff imprest	2,082	188
	9,43,881	**10,96,362**

8. Share capital	As at 31 March 2025 Number of shares	Amount	As at 31 March 2024 Number of shares	Amount
Authorised				
Equity shares of Rs. 10 each	10,00,000	1,00,00,000	10,00,000	1,00,00,000
	10,00,000	**1,00,00,000**	**10,00,000**	**1,00,00,000**
Issued, optionally, subscribed and paid up				
Equity shares of Rs.10 each fully paid up	10,00,000	1,00,00,000	10,00,000	1,00,00,000
	10,00,000	**1,00,00,000**	**10,00,000**	**1,00,00,000**
(a) Reconciliation of share capital outstanding as at the beginning and at the end of the year				
a) Equity shares of Rs. 10 each fully paid up				
At the beginning of the year	10,00,000	1,00,00,000	10,00,000	10,00,000
Add: converted during the year	-	-	-	
At the end of the year	**10,00,000**	**1,00,00,000**	**10,00,000**	**10,00,000**

(b) The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share except for the members whose calls are in arrears. All holders have equal rights

(c) Shares held by ultimate holding company/ holding company and their subsidiaries/ associates

	As at 31 March 2025 Number of shares	Amount	As at 31 March 2024 Number of shares	Amount
Equity shares of Rs. 10 each fully paid up				
KDDL Limited (holding company / ultimate holding company)	9,99,930	99,99,300	9,99,930	99,99,300

(d) Details of shareholders holding more than 5% shares of the Company

	As at 31 March 2025 Number of shares	% holding	As at 31 March 2024 Number of shares	% holding
Equity shares of Rs. 10 each fully paid up held by				
-KDDL Limited	9,99,930	99.99%	9,99,930	99.99%
	-	-		

9. Other Equity	As at 31 March 2025	As at 31 March 2024
(i) Retained Earnings		
Balance at beginning of the year	(63,88,571)	(69,77,835)
Add: Profit / (loss) for the year	49,63,660	5,89,264
Balance at the end of the year	**(14,24,911)**	**(63,88,571)**
Total	**(14,24,911)**	**(63,88,571)**

KAMLA TESIO DIALS LIMITED

(CIN : U33309CH1996PLC018732)

Notes forming part of the accounts as on 31st March 2025

(Amount in Rupees unless stated otherwise)

	As at 31 March 2025	As at 31 March 2024
10 Lease Liability (ROU)		
Long term	13,76,896	31,18,742
Short Term	17,42,292	15,29,336
	31,19,188	**46,48,078**
11 . Trade payable		
Other trade payables		
- To related parties	-	54,976
- Others	9,92,831	5,39,842
	9,92,831	**5,94,818**

There are no micro, small and medium enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at the end of the year. The information as required to be disclosed in relation to micro, small and medium enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

As at 31 March 2025	Not due	< 1 years	1 year to 2 years	2 year to 3 years	> 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-		-	-	-	
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	9,92,831	-	-	-	9,92,831
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
Total	-	9,92,831	-	-	-	9,92,831

As at 31 March 2024	Not due	< 1 years	1 year to 2 years	2 year to 3 years	> 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	-		-	-	-	
Total outstanding dues of creditors other than micro enterprises and small	-	5,94,818	-	-	-	5,94,818
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	
Total	-	5,94,818	-	-	-	5,94,818

12 . Other financial liabilities		
Provision for Bonus to Contractual Employees	5,66,975	4,50,000
Provision for Incentive to Service Associates	18,75,000	1,15,000
	24,41,975	**5,65,000**
13 . Other current liabilities		
TDS Payable	65,812	48,932
Expenses Payable	1,36,532	80,728
Provision for Tax	5,77,951	-
Provision for Mat	2,94,760	-
	10,75,056	**1,29,660**

KAMLA TESIO DIALS LIMITED
(CIN : U33309CH1996PLC018732)
Notes forming part of the accounts as on 31st March 2025
(Amount in Rupees unless stated otherwise)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
14 . Revenue from operations		
Sales(net)		
- Sale of Services	2,15,65,420	1,39,91,687
	2,15,65,420	**1,39,91,687**
Foot notes:		
(i) **Sale of Services**	2,15,65,420	1,39,91,687
Total	**2,15,65,420**	**1,39,91,687**
15 . Other income		
Interest income	1,69,772	1,27,946
	1,69,772	**1,27,946**
16 . Employee benefit expenses		
Contractual Labour Expenses	73,23,112	68,56,635
Staff welfare expenses	2,60,053	1,07,559
	75,83,165	**69,64,194**
17 . Financial costs		
Interest Expenses (Ind AS)	4,69,848	6,39,139
	4,69,848	**6,39,139**
18 . Other expenses		
Store and spares & Consumables	3,38,220	3,06,371
Power, fuel and water charges	4,94,436	3,63,336
Insurance	19,800	20,978
Rent	1,38,000	1,38,000
Rates, Taxes & Fees	-	1,200
Repair and maintenance		
- Plant and machinery	12,005	7,590
- Building	1,37,870	51,175
-Others	1,01,808	50,637
Retainership expenses	43,64,727	26,15,540
Printing & Stationary	25,578	18,105
Legal and professional fee/charges	56,000	19,700
Auditor's remuneration -Audit Fee		
-Audit Fees	35,000	30,000
-Certification Charges	5,000	5,000
-Other expenses	5,120	3,650
Communication expenses	54,500	54,500
Licence and Filling fee	2,550	6,150
Loss on sale of Fixed Assetd	4,591	-
Travelling & Conveyance	4,03,060	3,66,345
Bank charges	84	1,351
Security services charges	3,14,286	3,24,339
Annual & Subscribtion fee	5,000	5,000
Total	**65,17,635**	**43,88,967**

19. Reporting entity

The Company was incorporated in1996 and had set up a facility to manufacture watch dials and accessories in 1997, However that business was discontinued. The company has started a new unit for printing and affixing appliqués/indexes on Watch Dials at Derabassi, Distt. Mohali. The main machinery is taken on lease from its holding company-KDDL Limited. Presently it is doing jobwork only for its holding Company. The job work agreement is valid upto 30.09.2026.

Address:
Regd. Office: SCO 88-89, Sector 8-C, Chandigarh
Works: Plot No 152, Hansa Industrial Park, Barwala Road, Dera Bassi, Distt. Mohali, Punjab.

20. Significant accounting policies

a) Basis of preparation

i) Statement of compliance

TheseInd AS financial statements ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (India Accounting Standards) Amendment Rules, 2016 notified under section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.
The Company's financial statements upto and for theyear ended 31st March 2025 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006, notified under section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. Though the Ind AS are not applicable to the Company but since it has become a subsidiary of KDDL Limited, a listed Company, we have applied Ind AS.

The financial statements were authorized for issue by the Company's Board of Directors on 15 May 2025.

ii) Functional and presentation currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

iii) Basis of measurement

The financial statements have been prepared on the historical cost basis unless stated otherwise at concerned place.

iv) Use of estimates and judgments

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

v) Measurement of fair values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to measurement of fair values. This includes the top management division which is responsible for overseeing all significant fair value measurements, including Level 3 fair values. The top management division regularly reviews significant unobservable inputs and valuation adjustments. If third party information, is used to measure fair values, then the top management division assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirement of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

...date as far as possible. If the inputs

used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirely in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the changes have occurred.

Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes

b) Inventories

As the company is working on Job work basis it do not have any inventory of raw materials, work in progress components, stores & spares and finished goods.

c) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future losses are not provided for.

d) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits to the entity. Contingent assets are recognized when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

A contingent asset is disclosed where an inflow of economic benefits is probable.

e) Revenue

The Company has initially applied Ind AS 115 from 1 April 2023.

Revenue recognition under Ind AS 115

Under Ind AS 115, the company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Use of significant judgements in revenue recognition

a) The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / a service promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgment to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

b) Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as discounts. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the

c) The Company uses judgments to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct product or service promised in the contract.

Sale of services

The Company offers services in fixed term contracts and short term arrangement. Revenue from service is recognized when obligation is performed or services are rendered.

f) Recognition of interest income or expense

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument to :

- The gross carrying amount of the financial asset; or
- The amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

g) Borrowing Costs

Borrowing costs are interest and other costs incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as a part of cost of the asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

h) Income taxes

Income tax comprises current tax. It is recognised instatement of profit or loss except to the extent that it relates to a business combination or an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Deferred tax whether recognised or not, are reviewed at each reporting date.

tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.
Deferred tax assets and deferred tax liabilities are offset only if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authorities.

However for the Current year Deferred Tax Asset on carry forward losses is not recognised due to uncertainty involved in generation of future profits.

i) Leases

At the inception of each lease, the lease arrangement is classified as either a finance lease or an operating lease based on the substance of the lease arrangement.

Finance leases

Assets leased by the Company in its capacity as lessee where substantially all the risks and rewards of ownership vest in the Company are classified as finance leases, A finance lease is recognised as an asset and a liability at the commencement of the lease, at the lower of the fair value of the asset and the present value of the minimum lease payments. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payment made under operating leases (net of any incentives received from the lessor) are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payment are structure to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

j) Property, plant and equipment

Depreciation on Property, plant and equipment has been provided on the basis of useful life and rates as given in Part "C" of Schedule-II of the companies Act, 2013.

Financial instruments

i. Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at:

- amortised cost;
- fair value through other comprehensive income (FVOCI) – debt investment;
- fair value through other comprehensive income (FVOCI) – equity investment;
- fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- that are solely payments of principal and interest on the principal amount outstanding.

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:
- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On the recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by- investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit or loss. Any gain or loss on de-recognition is recognised in statement of profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in statement of profit or loss. Other net gains and losses are recognised in OCI. On de- recognition, gains and losses accumulated in OCI are reclassified to statement of profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to statement of profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL, if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on de-recognition is also recognised in profit or loss.

iii. De-recognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

v. Derivative financial instruments

The Company holds derivative financial instruments to hedge its foreign currency risk exposures. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives will be carried as financial assets when the fair value is positive and as financial liability when the fair value is negative

k) Impairment

i. Impairment of financial asset

The Company recognises loss allowances for expected credit loss on financial assets measured at amortised cost.At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have detrimental impact on the estimated future cash flows of the financial assets have occurred.

Evidence that the financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the breach of contract such as a default or being past due for 90 days or more;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial re-organisation; or
- the disappearance of active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- Bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date.

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and

and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

Measurement of expected credit losses
Expected credit losses are a probability- weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. difference between the cash flow due to the Company in accordance with the contract and the cash flow that the Company expects to receive).

Presentation of allowance for expected credit losses in the balance sheet
Loss allowance for financial assets measured at the amortised cost is deducted from the gross carrying amount of the assets.

Write-off
The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtors do not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedure for recovery of amounts due.

ii) *Impairment of non-financial assets*

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine if there is indication of any impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash flows are grouped together into cash generating units (CGUs). Each CGU represents the smallest group of assets that generate cash inflows that are largely independent of the cash inflows of other assets or CGUs.
The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and fair value less cost to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognised in statement of profit or loss. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised.

l) Foreign currency transactions

Initial recognition

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Measurement at the reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences on restatement/settlement of all monetary items are recognised in profit or loss.

m) Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed

regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

n) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash in hand, demand deposits held with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

o) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

p) Earnings per share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue and share split. For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date

q) Recent Accounting pronouncements

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind AS which the Company shall comply:

Ind AS 116 – Leases

The Company is required to adopt Ind AS 116. Leases Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases.

Ind AS 17, Leases.

The Company has completed an initial assessment of the potential impact on its consolidated financial statements but has not yet completed its detailed assessment.

Leases in which the Company is a lessee

The Company will recognise new assets and liabilities for its operating leases of offices, factory facilities, Plant and equipment and Computers. The Company will recognise a depreciation charge for right-of-use assets and interest expense on lease liabilities.

In addition, the Company will include the payments due under the lease in its lease liability and apply Ind AS 36, Impairment of Assets to determine whether the right-of-use asset is impaired and to account for any impairment.

No significant impact is expected for the Company's finance leases.

Leases in which the Company is a lessor

The Company will assess the classification of sub-leases in which the Company will be a Lessor. Based on the information currently available, the Company has not yet entered any financial lease agreement as Lessor.

KAMLA TESIO DIALS LIMITED

Note forming of the balance sheet as at 31.03.2025

Note 21 Additional information to the financial statements

21.1 Contingent liabilities and commitments (to the extent not provided for)

Contingent liabilities: Nil

21.2

a. The Company has capitalised future lease liability of building and machinery on rent. The same shall be amortised over the period of lease as Right of Use.

b. Company has created provision for income tax under MAT.

c. Company has not created deferred Tax Asset/liability due to accumulated losses

d. The Company has entered into a Lease cum Job Work Agreement with its holding Company-KDDL Ltd for printing and affixing the appliques/ indexes on watch Dials by using Machines provided by them on Lease. The Lease cum Job work Agreement is effective for five years up to 30.09.2026.

e. In the opinion of the Board, all the current assets, loans and advances are approximately of the value stated, if realised in the ordinary course of business. The provision of all known liabilities is adequate and not in excess of the amount considered reasonable.

f. Debit and credit balances in the accounts of the parties are subject to confirmation and reconciliation.

g. Previous year figures have been regrouped or rearranged, wherever considered necessary to make them comparable.

Auditor's report
As per our report of even date attached.
For SINGHAL KARUN & CO.
Chartered Accountants

(Anil K. Goyal)
Proprietor
Membership No. FCA80255
UDIN : 25080255BMGBTD8436

Place: Chandigarh
Dated: 15-05-2025

SINGHAL KARUN & CO. Chartered Accountants CHANDIGARH

For and on behalf of the Board of Directors
KAMLA TESIO DIALS LIMITED

(Y.SABOO) *Director* *DIN:00012158*

(S.K. MASOWN *Director* *DIN : 03542390*

22. Leases

A. The Company has lease contracts for Building and Machinery to be used for its operations. The Lease has lease term of 5 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning or sub leasing the leased assets.

Particulars	Building & Machinery
As at April 01, 2023	**55,48,028**
Additions	-
Deletions	-
Depreciation expense	(15,00,837)
As at March 31, 2024	**40,47,191**
As at April 01, 2024	**40,47,191**
Additions	-
Deletions	-
Depreciation expense	(15,30,215)
As at March 31, 2025	**25,16,976**

The carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2025	As at March 31, 2024
At the beginning of the period	**46,48,078**	**59,87,115**
Additions	-	-
Accretion of interest	4,69,848	6,39,139
Deletions	-	-
Payments (Principal and interest)*	(19,98,738)	(19,78,176)
Rent Concession	-	-
At the closing of the period	**31,19,188**	**46,48,078**
Current lease liabilities	17,42,292	15,29,336
Non-current lease liabilities	13,76,896	31,18,742
Total	**31,19,188**	**46,48,078**

The details regarding the maturity analysis of lease liabilities on an undiscounted Cash Outflow basis:

Particulars	As at March 31, 2025	As at March 31, 2024
Within one year	20,19,888	19,98,498
After one year but not more than five years	14,56,242	34,76,130
More than five years	-	-
Total	**34,76,130**	**54,74,628**

Considering the lease term of the leases, the effective interest rate for lease liabilities is 9.80% on Building & 10% on Machinery

The Company does not face any significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The following are the amounts recognised in Statement of Profit or Loss:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation expense of right-of-use assets	15,30,215	15,00,837
Interest expense on lease liabilities	4,69,848	6,39,139
Total amount recognised in Statement of Profit or Loss	**20,00,063**	**21,39,976**

Kamla Tesio Dials Limited

23 a. Related parties and nature of related party relationship, where control exists:

Description of Relationship	Name of the Party
Holding / Ultimate Holding Company	KDDL Limited
Associate Company (Subsidiary of KDDL Limited)	Mehan Distribution Ltd

b. Other related parties with whom transactions have taken place: NIL

c. Transactions with related parties

23A Nature of transactions	As at 31 March 2025		As at 31 March 2024
a) Lease Rent Paid			
- KDDL Limited	14,64,000		14,64,000
b) Sale of services Income			
Job work -KDDL Limited	2,15,65,420		1,39,91,687
e) Outstanding as at 31.03.25			
(a) Recoverable			
KDDL Limited	26,88,718		2,78,123
(a) Payable			
KDDL Limited	-		

23B	Mahen Distribution Ltd		
a) Contractual wages (Man Power Supply)			
- MDL	40,125		3,60,973
b) Outstanding as on 31.03.25			
Payable :			
-MDL	-		54,976

24 Financial instruments - fair values and risk management

I. Financial instruments by category and fair values	Note	Level of hierarchy	As at 31.03.2025			As at 31.03.2024		
			FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost	FVOCI
Financial assets								
Non-current								
Investments			-	-	-	-	-	-
Loans and Advances			-	1,43,335	-	-	4,80,457	-
Other financial assets			-	59,000	-	-	59,000	-
Current								
Trade receivables	(a)	3	-	26,88,718	-	-	2,78,123	-
Loans and Advances	(a)	3		6,41,241			4,70,855	
Cash and cash equivalents	(a)	3	-	75,26,831	-	-	14,67,807	-
Other financial assets	(a)	2		9,43,881			10,96,362	
Total			-	**1,20,03,006**	-	-	**38,52,604**	-
Financial liabilities								
Non-current								
Borrowings	(b)	3	-	-	-	-	-	-
Lease liability	(b)	3	-	13,76,896	-	-	31,18,742	
Current								
Borrowings	(a)	3	-	-	-	-	-	-
Trade payables	(a)	3	-	9,92,831	-	-	6,75,547	-
Lease liability	(a)	3	-	17,42,292	-	-	15,29,336	-
Other financial liabilities	(a)	3	-	35,17,031	-	-	6,13,932	-
Total			-	**76,29,050**		-	**59,37,557**	

Note:

(a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) The fair value of borrowings is based upon a discounted cash flow analysis that used the aggregate cash flows from principal and finance costs over the life of the debt and current market interest rates.

There are no transfers between Level 1, Level 2 and Level 3 during the year ended 31 March 2025 and 31 March 2024.

11. Financial risk management

(i) *Risk management framework*

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to effect changes in market conditions and Company's activities.

The Company has exposure to the following risks arising from financial instruments:
-Credit risk (see (ii)),
-Liquidity risk (see (iii)),and
-Market risk (see (iv))

(ii) *Credit risk*

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The carrying amount of financial assets represents the maximum credit risk exposure and arises principally from the Company's receivable from customers and loans.

Trade receivables

The credit risk on such collections is minimal, since they are primarily owned by customers' card issuing banks. The Company has adopted a policy of dealing with only credit worthy counterparties in case of institutional customers and the credit risk exposure for institutional customers is managed by the Company by credit worthiness checks.
The Company's experience of delinquencies and customer disputes have been minimal. Further, Trade and other receivables consist of a large number of customers, across geographies within India, hence, the Company is not exposed to concentration risks.

Cash and cash equivalents

The Company holds cash and cash equivalents of Rs. 75,26,831/- at 31 March 2025 (31 March 2024: Rs. 14,67,807/-). The cash and cash equivalents are held with scheduled banks in current acount and FDRs.

(iii) *Liquidity risk*

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to manage liquidity is to have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed circumstances, without incurring unacceptable losses or risking damage to the Company's reputation.

Management manages the liquidity risk by monitoring cash flow forecasts on a periodic basis and maturity profiles of financial assets and liabilities. This monitoring takes into account the accessibility of cash and cash equivalents.

III. *Exposure to liquidity risk*

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and

31 March 2025			Contractual cash flow		
	Carrying amount	Total	Less than 1 year	1-5 years	More than 5 years
Non derivative financial liabilities					
-Borrowings(including current matu	-	-	-	-	-
- Lease liability *	31,19,188	31,19,188	20,19,888	14,56,242	
-Trade payables	9,92,831	9,92,831	9,92,831	-	-
-Expenses payable	24,41,975	24,41,975	24,41,975		
-Statutory dues,advance from custor	10,75,056	10,75,056	10,75,056	-	-
	76,29,050	**76,29,050**	**65,29,750**	**14,56,242**	**-**

31 March 2024			Contractual cash flow		
	Carrying amount	Total	Less than 1 year	1-5 years	More than 5 years
Non derivative financial liabilities					
-Borrowings(including current matu	-	-		-	-
- Lease liability *	46,48,078	46,48,078	19,98,498	34,76,130	
-Trade payables	6,75,547	6,75,547	6,75,547		
-Expenses payable	5,65,000	5,65,000	5,65,000	-	-
-Statutory dues,advance from custor	48,932	48,932	48,932	-	-
	59,37,557	**59,37,557**	**32,87,977**	**34,76,130**	**-**

* Note : Whereas the carrying amount of Lease Liability is taken at discounted Cash Flow Basis, the analysis of Contractual Cash Flow is shown at undiscounted actual cash outflow basis.

IV. *Market Risk*

a) Product price risk

In a potentially inflationary economy, the Company expects periodical price increases across its retail product lines. Product price increases which are not in line with the levels of customers' discretionary spends, may affect the business/retail sales volumes. Since the Company operates in luxury category, the demand is reasonably inelastic to changes in price. However, the Company continually monitor and compares prices of its products in other developed markets as its customers tend to compare prices across markets. In the event that prices deviate significantly unfavorably from the markets, the Company negotiates with its principals for change of prices. The Company also manages the risk by offering judicious product discounts to retail customers to sustain volumes. The Company negotiates with its vendors for purchase price rebates such that the rebates substantially absorb the product discounts offered to the retail customers. This helps the Company protect itself from significant product margin losses.