



27 May 2025

To,  
BSE Limited,  
20th Floor, P.J. Towers,  
Dalal Street,  
Mumbai - 400001.  
BSE Scrip Code: 544294

National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051  
NSE Scrip Symbol: ROSSTECH

**Subject: Outcome of the Board Meeting**

Dear Sir/Ma'am,

In furtherance to our intimation dated 21 May 2025 and pursuant to Regulation 30, 33 and 43 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we wish to inform you that the Board of Directors of the Company at their meeting held today i.e., on Tuesday, 27 May 2025 have inter alia, consider and approved the following:

**1. Audited Financial Results**

Approved the audited standalone and consolidated financial statements and results for the financial year and quarter ended 31 March 2025.

*The copies of the financials for the period along with the auditors' report with unmodified opinion and a declaration to the effect that the auditors have given unmodified opinion on the audited financial result in compliance with the requirements of Regulation 33 of the Listing Regulations have been enclosed as Annexure 1.*

*The same will be made available on the Company's website and will also be published in the newspapers as required under Regulation 47 read with Regulation 33 of Listing Regulations.*

**2. Dividend**

Recommended a final dividend of ₹ 0.2/- per share i.e., 10% of Equity Share having face value of ₹2/- each for the financial year ended 31 March 2025 to be declared at the ensuing Annual General Meeting (AGM) of the Company. The final Dividend if declared, shall be paid within the timelines prescribed under the law.



### **3. Appointment of Company Secretary and Compliance Officer**

The Board, on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr. Krishnappayya Desai as Company Secretary & Compliance officer of the Company effective from 27 May 2025.

*In terms of the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the details are enclosed as Annexure 2*

### **4. Appointment of Senior Management personnel**

The Board, on the recommendation of the Nomination and Remuneration Committee, has identified Ms. Zeena Philip as Senior Management Personnel of the Company.

*In terms of the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the details are enclosed as Annexure 3*

The Board Meeting commenced at 11:45 A.M. IST and concluded at 02:25 P.M. IST.

Request you to kindly take the above information on records.

Thank you,

**For Rosell Techsys Limited**

**KRISHNAPP  
AYYA DESAI** Digitally signed by  
KRISHNAPPAYYA DESAI  
Date: 2025.05.27  
14:28:40 +05'30'

**Krishnappayya Desai**  
**Company Secretary & Compliance Officer**

Encl: A/a



**ROSSELL TECHSYS LIMITED**

Corporate Office: No. 5B-C, Road No. 2,  
Hi-Tech Defence and Aerospace Park,  
Behind KIADB Industrial Area, Devanahalli,  
Bengaluru - 562165, Karnataka, India

CIN: L29299WB2022PLC258641

**Annexure 1 – Financial Statements, Audit Report and a declaration on Unmodified opinion**

**Declaration on unmodified opinion**

In terms of Regulation - 33(3) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CNI0/56/2016 dated 27 May 2016, we hereby declare that M/s. Raghavan, Chaudhuri & Narayanan, Chartered Accountants represented by its Partner V. Sathyanarayanan holding membership Number 027716, Statutory Auditors of the Company have issued an Unmodified Opinion on the Standalone and Consolidated financial results for the Financial year ended 31 March 2025.

For and on behalf of Rosell Techsys Limited

Jayanth V  
Chief Financial Officer



Date: 27 May 2025

Place: Bangalore

**Independent Auditor's Report on the Audited Consolidated Financial Results for the Year Ended March 31, 2025 of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
Rossell Techsys Limited  
Jindal Towers, Block B, 4<sup>th</sup> floor 21/1A/3, Darga Road,  
Kolkata, West Bengal, India, 700017.

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

**Opinion**

We have reviewed the accompanying statement of Audited Consolidated Financial Results of **Rossell Techsys Limited** (the "Parent Company"), its subsidiary (the Parent Company and its subsidiary together referred to as "the Group") for the year ended March 31, 2025 (the "Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the audit procedures carried out by us on separate financial statements of the subsidiary, the Statement:

- i. includes the annual financial results of the subsidiary, Rossell Techsys Inc., to this report;
- ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- iii. gives a true and fair view in conformity with the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group, for the year ended March 31, 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.



## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Results**

The Statement has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group in accordance with the applicable Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Company, as aforesaid.

In preparing the statement, the respective Boards of Directors of the companies included in the Group is responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for the purpose of expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Perform procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Consolidated Financial Results of which we are the independent auditors. For the other entities included in the Statement, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the Statement of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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



### Other Matters

1. The consolidated annual financial results include the unaudited Financial Results of:

1 subsidiary whose Financial Statements reflect total assets of Rs. 408.66 Lakhs as at March 31, 2025, total revenue of Rs. 307.64 Lakhs and Rs. 1,286.20 Lakhs, total net profit after tax of Rs.17.99 Lakhs and Rs.50.81 Lakhs and the total comprehensive profit of Rs. 41.59 Lakhs and Rs. 74.41 Lakhs for the quarter and for the year ended March 31, 2025, respectively, and net cash inflow of Rs. 124.90 Lakhs for the year ended on that date, as considered in the consolidated Financial Results.

These unaudited Financial Statements have been furnished to us by the Board of Directors and have been reviewed by us. Our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of the subsidiary is based solely on such Financial Statements.

Our opinion on the consolidated annual financial results is not modified in respect of the above matters.

2. The statement includes comparative figures as at and for the year ended March 31, 2024, which have been extracted from the Restated Consolidated Financial Information prepared by the Company and examined by us for inclusion in the Draft Information Memorandum ("IM") related to the proposed listing of its equity shares. The Board of Directors approved the said Restated Consolidated Financial Information at their meeting on September 25, 2024. These financials were prepared in compliance with the requirements of the ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019), as amended, issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

Our opinion on the consolidated annual financial results is not modified in respect of the above matters.

3. The subsidiary located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries. The Holding Company's Management has converted financial statements of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. These conversion adjustments made by the Holding Company management. We have reviewed these conversion adjustments made by the Holding Company's Management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report prepared by the management of the Holding Company.

Our opinion on the consolidated annual financial results is not modified in respect of the above matters.



4. The company continues to operate using the registrations, approvals, certificates, bank accounts, and loan facilities of the demerged entity (Rossell India Limited). Management has stated that the necessary steps for the formal transfer of these registrations, approvals, certificates, bank accounts, and loan facilities are in progress as of the Balance Sheet date. Accordingly, the Consolidated Financial Results have been prepared in compliance with the conceptual framework for financial reporting under Indian Accounting Standards (Ind AS), as referenced in Paragraph 15 of Ind AS 1 – Presentation of Financial Statements. This framework prioritizes the substance of transactions over their form, ensuring that the financial statements accurately reflect the economic reality of the demerger.

Our opinion on the consolidated annual financial results is not modified in respect of the above matters.

for **Raghavan, Chaudhuri & Narayanan**

Chartered Accountants

INN 007761S

  
V Sathyanarayanan

Partner

Membership No. 027716

UDIN: 25027716BMIIIMY4849

Date: 27<sup>th</sup> May, 2025

Place: Bengaluru



<b>ROSSELL TECHSYS LIMITED</b>			
Regd. Office : Jindal Towers, Block B, 4th Floor 21/1A/3, Darga Road, Kolkata, West Bengal, India, 700017			
Tel: +91 806 843 4500, Website: www.rosselltechsys.com, Email: investors@rosselltechsys.com			
CIN: L29299WB2022PLC258641			
<b>STATEMENT OF CONSOLIDATED ASSETS AND LIABILITIES AS AT MARCH 31, 2025</b>			
<i>(INR in Lakhs)</i>			
S.No	Particulars	Year Ended	Year Ended
		31.03.2025	31.03.2024
		(Audited)	(Restated)
<b>I</b>	<b>ASSETS</b>		
	Non-current assets		
(a)	Property, Plant and Equipment	9,850.98	9,672.92
(b)	Capital work-in-progress	283.09	526.12
(c)	Other Intangible Assets	1,525.65	641.80
(d)	Intangible Assets under Development	63.86	497.04
(e)	Financial Assets		
	i. Other Non Financial Assets	7.83	7.53
	<b>Total Non-Current Assets</b>	<b>11,731.41</b>	<b>11,345.41</b>
	Current assets		
(a)	Inventories	21,763.57	17,545.31
(b)	Financial Assets		
	i. Trade Receivables	7,310.74	6,116.31
	ii. Cash and Cash Equivalents	407.93	181.55
(c)	Other Current Assets	1,075.92	885.54
	<b>Total Current Assets</b>	<b>30,558.16</b>	<b>24,728.71</b>
	<b>TOTAL ASSETS</b>	<b>42,289.57</b>	<b>36,074.12</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>		
	Equity		
(a)	Equity Share Capital	753.93	753.93
(b)	Other Equity	12,606.60	11,896.23
	<b>Total Equity</b>	<b>13,360.53</b>	<b>12,650.16</b>
	Liabilities		
	Non-Current Liabilities		
(a)	Financial Liabilities		
	i. Borrowings	-	499.82
(b)	Deferred Tax Liabilities (Net)	464.48	415.77
(c)	Long Term Provision	80.33	-
	<b>Total Non-Current Liabilities</b>	<b>544.81</b>	<b>915.59</b>
	Current Liabilities		
(a)	Financial Liabilities		
	i. Borrowings	24,034.42	16,251.82
	ii. Trade Payables		
	- Total outstanding dues of micro enterprises and small enterprises	262.57	199.85
	- Total outstanding dues other than micro enterprises and small enterprises	2,119.58	3,968.02
	iii. Other Financial Liabilities	106.08	100.52
(b)	Other Current Liabilities	1,797.51	1,691.41
(c)	Current Tax Liabilities (Net)	64.07	296.75
	<b>Total Current Liabilities</b>	<b>28,384.23</b>	<b>22,508.37</b>
	<b>TOTAL LIABILITIES</b>	<b>28,929.04</b>	<b>23,423.96</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>42,289.57</b>	<b>36,074.12</b>

Figures for the previous periods have been regrouped, wherever necessary, to confirm the current period's classification.



for ROSSELL TECHSYS LIMITED

*Rishab Mehan Gupta*

Rishab Mehan Gupta  
Managing Director



Place: Dubai, UAE  
Date: May 27, 2025

**ROSSELL TECHSYS LIMITED**  
 Regd. Office : Jindal Towers, Block B, 4th Floor 21/1A/3, Darga Road, Kolkata, West Bengal, India, 700017  
 Tel: +91 806 843 4500, Website: www.rosselltechsys.com, E-mail: investors@rosselltechsys.com  
 CIN: L29299WB2022PLC258641

**STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025**

(INR in Lakhs)

S.No.	Particulars	Quarter Ended			Year Ended	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Restated)
1	<b>Income</b>					
	(a) Revenue from Operations	8,792.97	7,573.81	5,637.80	25,967.21	21,695.95
	(b) Other income	106.83	35.27	90.56	269.01	294.68
	<b>Total Income</b>	<b>8,899.80</b>	<b>7,609.08</b>	<b>5,728.36</b>	<b>26,236.22</b>	<b>21,990.63</b>
2	<b>Expenses</b>					
	(a) Cost of materials consumed	5,190.97	3,979.32	2,374.24	15,010.44	10,970.25
	(b) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(329.93)	(19.52)	607.07	(967.01)	371.50
	(c) Employee benefit expense	1,558.97	1,486.51	1,292.13	5,803.99	4,627.68
	(d) Finance cost	455.96	465.46	311.93	1,608.14	1,193.19
	(e) Depreciation and amortization expense	300.81	269.41	218.10	1,048.42	895.54
	(f) Other expenses	821.89	643.24	702.64	2,609.62	2,513.73
	<b>Total Expenses</b>	<b>7,998.67</b>	<b>6,824.42</b>	<b>5,506.11</b>	<b>25,113.60</b>	<b>20,571.89</b>
3	<b>Profit/(Loss) from Ordinary Activities before Exceptional Items (1-2)</b>	<b>901.13</b>	<b>784.66</b>	<b>222.25</b>	<b>1,122.62</b>	<b>1,418.74</b>
4	Exceptional Items - Gain/(Loss)	-	-	-	-	-
5	<b>Profit/(Loss) from Ordinary Activities before Tax (3+4)</b>	<b>901.13</b>	<b>784.66</b>	<b>222.25</b>	<b>1,122.62</b>	<b>1,418.74</b>
6	<b>Tax expense</b>					
	(a) Current Tax	189.90	-	74.19	189.99	296.75
	(b) Deferred Tax - Charge / (Credit)	26.11	180.53	0.34	57.66	1.35
	(c) Earlier Year Taxes	-	84.32	-	84.32	-
	<b>Total Tax Expenses</b>	<b>216.01</b>	<b>264.85</b>	<b>74.53</b>	<b>331.97</b>	<b>298.10</b>
7	<b>Profit (Loss) for the Period (5-6)</b>	<b>685.03</b>	<b>519.81</b>	<b>147.73</b>	<b>790.65</b>	<b>1,120.64</b>
8	<b>Other Comprehensive Income</b>					
	(a) Items that will not be reclassified to profit or loss	(26.60)	-	-	(26.60)	(2.37)
	(b) Items that will be reclassified to profit or loss	-	-	-	-	-
	(c) Exchange differences on translation of financial statements of foreign operations	2.87	-	-	2.87	(9.58)
	<b>Total Other Comprehensive Income (net of tax)</b>	<b>(23.73)</b>	<b>-</b>	<b>-</b>	<b>(23.73)</b>	<b>(11.95)</b>
9	<b>Total Comprehensive Income (7+8)</b>	<b>661.30</b>	<b>519.81</b>	<b>147.73</b>	<b>766.92</b>	<b>1,108.69</b>
10	Reserve for Equity Share Capital (Face Value of INR 2 each)	753.93	753.93	753.93	753.93	753.93
11	Reserves (excluding Revaluation Reserve)	-	-	-	<b>12,606.60</b>	<b>11,896.23</b>
12	<b>Earning per Share (EPS) (Face Value of INR 2/- each)</b>					
	(Not Audited)					
	(i) Basic (in INR)	1.82	1.38	0.39	2.10	2.97
	(ii) Diluted (in INR)	1.82	1.38	0.39	2.10	2.97

**Notes:**

- These Consolidated Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, and in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.
- The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, approved Rosell India Limited's restructuring scheme on April 25, 2024, under the Companies Act, 2013. The scheme, filed with the Registrar of Companies (RoC) on August 30, 2024, transferred the assets and liabilities pertaining to Rosell Techsys Division of Rosell India Limited (Demerged Company) to Rosell Techsys Limited (Resulting Company) at book value, effective retrospectively from the appointed date of April 1, 2023. Consequently, the company restated its financial results from April 1, 2023, to effect this transfer.
- Subsequent to the vesting of the Rosell Techsys Division in the The Company, the company is in the process of obtaining the registrations/approvals/certifications from key authorities and transfer of bank accounts and loan facilities. Pending completion of these formalities, the company has continued to operate its business in the existing registration/approvals/bank accounts and loan facilities of demerged company till the balance sheet date.
- The comparative figures for the quarter ended March 31, 2024, and for the year ended March 31, 2024 are based on the restated financial results prepared by the Company.
- The Figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial years, which were subjected to limited review.  
The above financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on 27th May 2025. The statutory auditors of the Company have expressed an unqualified opinion on these financial results. The consolidated financial results includes the financial results of the Parent Company and its wholly owned Subsidiary.
- The consolidated revenue from operations is net of intercompany transfers.
- The company operates in only one segment - Engineering and Manufacturing in Aerospace and Defence.
- Figures for the previous periods have been regrouped, wherever necessary, to confirm the current periods classification.

Place: Dubai, UAE  
 Date: May 27, 2025



for ROSSELL TECHSYS LIMITED  
  
 Rishabh Mohan, Captain  
 Managing Director



<b>ROSSELL TECHSYS LIMITED</b>		
Regd. Office Jindal Towers, Block B, 4th Floor 21/1A/2, Darga Road, Kolkata, West Bengal, India, 700017		
Tel:+91 806 843 4500. Website:www.rosselltechsys.com, Email: investors@rosselltechsys.com		
CIN: L29299WB2012PLC258641		
<b>STATEMENT OF CONSOLIDATED CASHFLOW FOR THE YEAR ENDED MARCH 31, 2025</b>		
(INR in Lakhs)		
Particulars	Year ended 31.03.2025	Year ended 31.03.2024
	(Audited)	(Restated)
<b>A. Cash Flow from Operating Activities</b>		
Profit Before Tax	1,122.62	1,418.74
Adjustment for :		
Depreciation and Amortization expense	1,048.42	895.54
Finance Cost	1,608.14	1,193.19
Net Gain on Foreign Currency Transactions and Translation	(269.01)	(294.68)
Adjustment of Reserves	-	14.59
	<u>2,387.55</u>	<u>1,808.64</u>
<b>Operating Profit before Working Capital Changes</b>	<b>3,510.17</b>	<b>3,227.38</b>
Adjustment for :		
Trade Receivables, Loans, Advances and Other Assets	(1,194.43)	(1,404.13)
Other current assets	(190.38)	(166.06)
Other financial liabilities (excluding current maturities of debt)	5.56	(58.77)
Other current liabilities	106.10	28.04
Foreign Currency Translation reserve	2.87	(13.92)
Inventories	(4,218.26)	(3,460.83)
Trade Payable, Other Liabilities and Provisions	(1,785.72)	1,973.87
Other non current liabilities	44.79	-
	<u>(7,229.47)</u>	<u>(3,101.79)</u>
<b>Cash Generated from Operations</b>	<b>(3,719.30)</b>	<b>125.59</b>
Direct Taxes (Net of refund)	(506.99)	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(4,226.29)</b>	<b>125.59</b>
<b>B. Cash Flow from Investing Activities :</b>		
Purchase of Property, Plant and Equipment & Intangible Asset	(917.30)	(281.33)
Increase in Intangible assets under development	(1,193.07)	(415.91)
Increase in Capital Work in Progress	676.21	(404.42)
Sale of Property, Plant and Equipment	0.03	0.58
Increase in Other Financial asset	(0.30)	-
<b>Net Cash Flow from/(Used in) Investing Activities (B)</b>	<b>(1,434.43)</b>	<b>(1,101.08)</b>
<b>C. Cash Flow from Financing Activities</b>		
Proceeds of Working Capital Loan from Bank (Net)	8,282.42	2,983.63
Repayment of Term Loan From Banks	(999.64)	(999.64)
Payment of Interest/ Other Borrowing Cost	(1,608.14)	(1,193.19)
Payment of Dividend	(56.55)	-
Gain/ (Loss) on Foreign Currency Translations	269.01	294.68
<b>Net Cash Flow from Financing Activities (C)</b>	<b>5,887.10</b>	<b>1,085.48</b>
<b>Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>226.38</b>	<b>109.98</b>
Cash and Cash Equivalents at the beginning of the year	181.55	71.57
<b>Cash and Cash Equivalents at the end of the Period</b>	<b>407.93</b>	<b>181.55</b>



Place: Dubai, UAE  
Date: May 27, 2025

for ROSSELL TECHSYS LIMITED

*Rishab*  
Rishab Mohan Gupta  
Managing Director



**Independent Auditor's Report on the Audited Standalone Financial Results for the Year Ended March 31, 2025 of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To,  
The Board of Directors,  
Rossell Techsys Limited  
Jindal Towers, Block B, 4th floor 21/1A/3, Darga Road,  
Kolkata, West Bengal, India, 700017.

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

**Opinion**

We have reviewed the accompanying statement of Audited standalone financial results of **Rossell Techsys Limited** (the "Company") for the year ended March 31, 2025 ("Statement"), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India, of the net profit and total comprehensive income and other financial information of the Company for the year ended March 31, 2025.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics Issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.



## **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Results**

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and total comprehensive income of the Company and other financial information in accordance with the applicable Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for the purpose of expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

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



**Other Matters**


1. The statement includes comparative figures as at and for the year ended March 31, 2024, which have been extracted from the Restated Standalone Financial Information prepared by the Company and examined by us for inclusion in the Draft Information Memorandum ("IM") related to the proposed listing of its equity shares. The Board of Directors approved the said Restated Standalone Financial Information at their meeting on September 25, 2024. These financials were prepared in compliance with the requirements of the ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019), as amended, issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note")

Our opinion is not modified in respect of the above matters

2. The company continues to operate using the registrations, approvals, certificates, bank accounts, and loan facilities of the demerged entity (Rossell India Limited). Management has stated that the necessary steps for the formal transfer of these registrations, approvals, certificates, bank accounts, and loan facilities are in progress as of the Balance Sheet date. Accordingly, the Standalone Financial Results have been prepared in compliance with the conceptual framework for financial reporting under Indian Accounting Standards (Ind AS), as referenced in Paragraph 15 of Ind AS 1 – Presentation of Financial Statements. This framework prioritizes the substance of transactions over their form, ensuring that the financial statements accurately reflect the economic reality of the demerger.

Our opinion is not modified in respect of the above matters

for **Raghavan, Chaudhuri & Narayanan**



V Satish Narayanan

Partner

Membership No. 027716

UDIN: 25027716BMIMX4737

Date: 27<sup>th</sup> May, 2025

Place Bengaluru



**ROSSELL TECHSYS LIMITED**

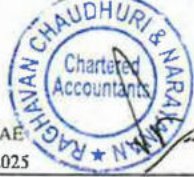
Regd. Office : Jindal Towers, Block B, 4th Floor 21/1A/3, Durga Road, Kolkata, West Bengal, India, 700017  
Tel: +91 806 843 4500, Website: www.rosselltechsys.com, Email: investors@rosselltechsys.com  
CIN: L29299WB2022PLC258641

**STATEMENT OF STANDALONE ASSETS AND LIABILITIES AS AT MARCH 31, 2025**

*(INR in Lakhs)*

S.No	Particulars	Year Ended	Year Ended
		31.03.2025	31.03.2024
		(Audited)	(Restated)
<b>I</b>	<b>ASSETS</b>		
	<b>Non-current assets</b>		
(a)	Property, Plant and Equipment	9,850.98	9,672.92
(b)	Capital work-in-progress	283.09	526.12
(c)	Other Intangible Assets	1,525.65	641.80
(d)	Intangible Assets under Development	63.86	497.04
(e)	<b>Financial Assets</b>		
i.	Investments	75.13	75.13
ii.	Other Non Financial Assets	0.20	0.10
	<b>Total Non-Current Assets</b>	<b>11,798.91</b>	<b>11,413.11</b>
	<b>Current assets</b>		
(a)	Inventories	21,690.20	17,525.78
(b)	<b>Financial Assets</b>		
i.	Trade Receivables	7,308.74	6,114.44
ii.	Cash and Cash Equivalents	177.19	75.71
(c)	Other Current Assets	1,138.54	870.18
	<b>Total Current Assets</b>	<b>30,314.67</b>	<b>24,586.11</b>
	<b>TOTAL ASSETS</b>	<b>42,113.58</b>	<b>35,999.22</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>		
	<b>Equity</b>		
(a)	Equity Share Capital	753.93	753.93
(b)	Other Equity	12,482.02	11,825.33
	<b>Total Equity</b>	<b>13,235.95</b>	<b>12,579.26</b>
	<b>Liabilities</b>		
	<b>Non-Current Liabilities</b>		
(a)	<b>Financial Liabilities</b>		
i.	Borrowings	-	499.82
(b)	Deferred Tax Liabilities (Net)	464.48	415.77
(c)	Long Term Provisions	80.33	-
	<b>Total Non-Current Liabilities</b>	<b>544.81</b>	<b>915.59</b>
	<b>Current Liabilities</b>		
(a)	<b>Financial Liabilities</b>		
i.	Borrowings	24,034.42	16,251.82
ii.	Trade Payables		
-	Total outstanding dues of micro enterprises and small enterprises	262.57	199.85
-	Total outstanding dues other than micro enterprises and small enterprises	1,981.73	3,918.94
iii.	Other Financial Liabilities	106.08	100.52
(b)	Other Current Liabilities	1,883.95	1,736.49
(c)	Current Tax Liabilities (Net)	64.07	296.75
	<b>Total Current Liabilities</b>	<b>28,332.82</b>	<b>22,504.37</b>
	<b>TOTAL LIABILITIES</b>	<b>28,877.63</b>	<b>23,419.96</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>42,113.58</b>	<b>35,999.22</b>

Figures for the previous periods have been regrouped wherever necessary, to confirm the current period's classification.



Place: Dubai, UAE  
Date: May 27, 2025

for ROSSELL TECHSYS LIMITED

*Rishab Mohan Gupta*  
Rishab Mohan Gupta  
Managing Director



**ROSSELL TECHSYS LIMITED**  
 Regd. Office : Jindal Towers, Block B, 4th Floor 21/1A/3, Darga Road, Kolkata, West Bengal, India, 700017  
 Tel: +91 806 843 4500, Website: www.rosselltechsys.com, Email: investors@rosselltechsys.com  
 CIN: L29299WB2022PLC258641

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

*(INR in Lakhs)*

S.No.	Particulars	Quarter Ended			Year Ended	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Restated)
1	Income					
	(a) Revenue from Operations	8,783.97	7,566.35	5,657.81	25,938.19	21,687.99
	(b) Other income	130.51	32.46	85.42	270.53	294.68
	<b>Total Income</b>	<b>8,914.48</b>	<b>7,598.81</b>	<b>5,743.23</b>	<b>26,208.72</b>	<b>21,982.67</b>
2	Expenses					
	(a) Cost of materials consumed	5,192.61	3,977.87	2,382.14	14,956.35	10,951.25
	(b) Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	(329.93)	(19.52)	607.07	(967.01)	371.50
	(c) Employee benefit expense	1,413.59	1,231.17	1,147.16	5,210.90	4,147.16
	(d) Finance cost	455.96	465.46	311.93	1,608.14	1,193.19
	(e) Depreciation and amortisation expense	300.81	269.41	218.10	1,048.42	895.54
	(f) Other expenses	979.15	812.95	850.27	3,280.11	3,028.29
	<b>Total Expenses</b>	<b>8,012.21</b>	<b>6,837.34</b>	<b>5,516.67</b>	<b>25,136.91</b>	<b>20,582.43</b>
3	Profit/(Loss) from Ordinary Activities before Exceptional Items (1-2)	902.27	761.47	226.56	1,071.81	1,395.24
4	Exceptional Items - Gain/(Loss)	-	-	-	-	-
5	Profit/(Loss) from Ordinary Activities before Tax (3-4)	902.27	761.47	226.56	1,071.81	1,395.24
6	Tax expense					
	(a) Current Tax	189.99	-	74.19	189.99	296.75
	(b) Deferred Tax - Charge / (Credit)	26.11	180.53	0.34	57.66	1.35
	(c) Earlier Year Taxes	-	84.32	-	84.12	-
	<b>Total Tax Expenses</b>	<b>216.10</b>	<b>264.85</b>	<b>74.53</b>	<b>331.77</b>	<b>298.10</b>
7	Profit (Loss) for the Period (5-6)	686.17	496.62	152.04	739.84	1,097.14
8	Other Comprehensive Income					
	(a) Items that will not be reclassified to profit or loss	(26.60)	-	-	(26.60)	(2.37)
	(b) Items that will be reclassified to profit or loss	-	-	-	-	-
	<b>Total Other Comprehensive Income (net of tax)</b>	<b>(26.60)</b>	<b>-</b>	<b>-</b>	<b>(26.60)</b>	<b>(2.37)</b>
9	Total Comprehensive Income (7+8)	659.57	496.62	152.04	713.24	1,094.77
10	Paid-up Equity share Capital (Face Value of INR.2 each)	753.93	753.93	753.93	753.93	753.93
11	Reserves (excluding Revaluation Reserve)	-	-	-	12,482.02	11,825.33
12	Earning per Share (EPS) (Face Value of INR.2/- each) (Not Annualised)					
	(i) Basic (in INR)	1.82	1.32	0.40	1.96	2.90
	(ii) Diluted (in INR)	1.82	1.32	0.40	1.96	2.90

**Notes**

- These Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, and in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.
- The Hon'ble National Company Law Tribunal (NCLT), Kolkata Bench, approved Rossell India Limited's restructuring scheme on April 25, 2024, under the Companies Act, 2013. The scheme, filed with the Registrar of Companies (RoC) on August 30, 2024, transferred the assets and liabilities pertaining to Rossell Techsys Division of Rossell India Limited (Demerged Company) to Rossell Techsys Limited (Resulting Company) at book value, effective retrospectively from the appointed date of April 1, 2023. Consequently, the company restated its financial results from April 1, 2023, to effect this transfer.
- Subsequent to the vesting of the Rossell Techsys Division in the The Company, the company is in the process of obtaining the registrations/ approvals/ certifications from key authorities and transfer of bank accounts and loan facilities. Pending completion of these formalities, the company has continued to operate its business in the existing registration/ approvals/ bank accounts and loan facilities of demerged company till the balance sheet date.
- The comparative figures for the quarter ended March 31, 2024, and for the year ended March 31, 2024 are based on the restated financial results prepared by the Company.
- The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial years, which were subjected to limited review.
- The above financial results were reviewed and recommended by the Audit Committee and approved by the Board of Directors at their meeting held on 27th May 2025. The statutory auditors of the Company have expressed an unmodified opinion on these financial results.
- Figures for the previous periods have been regrouped, wherever necessary, to confirm the current period's classification.
- The company operates in only one segment - Engineering and Manufacturing in Aerospace and Defence.

Place : Dubai, UAE  
 Date : May 27, 2025



for **ROSSELL TECHSYS LIMITED**  
  
 Rishabh Mohan Gupta  
 Managing Director



<b>ROSSELL TECHSYS LIMITED</b> Regd. Office : Jindal Towers, Block B, 4th Floor 21/LA/3, Durga Road, Kolkata, West Bengal, India, 700017 Tel: +91 806 843 4500, Website: www.rosselltechsys.com, Email: investors@rosselltechsys.com CIN: L29299WB2022PLC258641 <b>STATEMENT OF STANDALONE CASHFLOW FOR THE YEAR ENDED MARCH 31, 2025</b>		
Particulars	Year ended 31.03.2025 (Audited)	Year ended 31.03.2024 (Restated)
<b>A. Cash Flow from Operating Activities</b>		
Profit Before Tax	1,071.81	1,395.24
Adjustment for :		
Depreciation and Amortization expense	1,042.42	895.54
Finance Cost	1,608.14	1,193.19
Net Gain on Foreign Currency Transaction and Translation	(270.53)	(294.68)
Adjustment of Reserves	-	14.59
	<u>2,386.03</u>	<u>1,808.64</u>
<b>Operating Profit before Working Capital Changes</b>	<b>3,457.84</b>	<b>3,203.88</b>
Adjustment for :		
Trade Receivables, Loans, Advances and Other Assets	(1,194.30)	(1,406.47)
Other current assets	(268.36)	(150.80)
Other financial liabilities (excluding current maturities of debt)	5.56	(58.77)
Other current liabilities	147.46	73.12
Inventories	(4,164.42)	(3,452.83)
Trade Payable, Other Liabilities and Provisions	(1,874.49)	1,876.72
Other non current liability	44.79	-
	<u>(7,303.76)</u>	<u>(3,119.03)</u>
<b>Cash Generated from Operations</b>	<b>(3,845.92)</b>	<b>84.85</b>
Direct Taxes (Net of refund)	(506.99)	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(4,352.91)</b>	<b>84.85</b>
<b>B. Cash Flow from Investing Activities :</b>		
Purchase of Property, Plant and Equipment & Intangible Asset	(917.30)	(281.33)
Increase in intangible assets under development	(1,193.07)	(415.91)
Decrease/ (Increase) in Capital Work in Progress	676.21	(404.42)
Sale of Property, Plant and Equipment	0.03	0.55
Increase in Other Financial asset	(0.10)	-
<b>Net Cash Flow from/ (used in) Investing Activities (B)</b>	<b>(1,434.23)</b>	<b>(1,101.11)</b>
<b>C. Cash Flow from Financing Activities</b>		
Proceeds of Working Capital Loan from Bank (Net)	8,282.42	2,983.63
Repayment of Term Loan From Banks	(999.64)	(999.64)
Payment of Interest/ Other Borrowing Cost	(1,608.14)	(1,193.19)
Payment of Dividend	(56.55)	-
Gain/ (Loss) on Foreign Currency Translations	270.53	294.68
<b>Net Cash Flow from Financing Activities (C)</b>	<b>5,888.62</b>	<b>1,085.48</b>
<b>Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>101.49</b>	<b>69.22</b>
Cash and Cash Equivalents at the beginning of the year	75.71	6.49
<b>Cash and Cash Equivalents at the end of the Period</b>	<b>177.19</b>	<b>75.71</b>

Place: Dubai, UAE  
Date: May 27, 2025



for ROSSELL TECHSYS LIMITED

*Rohit*  
Rohit Mohan Gupta  
Managing Director



**Annexure 2 – Appointment of Key Managerial Personnel**

Details under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

SI No	Particulars	Information about the event
1	Name of the KMP/SMP	Mr. Krishnappayya Desai
2	Designation	Company Secretary & Compliance officer
3	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
4	Date of appointment/ <del>re-appointment/cessation (as applicable) &amp; term of appointment/re-appointment.</del>	27 May 2025
5	Brief profile (in case of appointment)	<p>Mr. Krishnappayya Desai is a governance professional with nearly seven years of experience across leading listed companies spanning diverse sectors. His expertise includes corporate compliance, legal affairs, fund raising, and mergers and acquisitions.</p> <p>He has been instrumental in the successful execution of Initial Public Offerings (IPOs) in his previous role, demonstrating a strong command over regulatory frameworks and stakeholder coordination. He is a qualified Company Secretary and holds a postgraduate degree in Commercial Laws.</p>
6	Disclosure of relationships between directors	NA

**Annexure 3 – Appointment of Senior Managerial Personnel**

Details under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

SI No	Particulars	Information about the event
1	Name of the SMP	Ms. Zeena Philip
2	Designation	Chief Operating Officer
3	Reason for change viz. appointment, <del>re-appointment, resignation, removal, death or otherwise</del>	Identification as Senior Management Personnel
4	Date of appointment/ <del>re-appointment/cessation (as applicable)</del> & <del>term of appointment/re-appointment.</del>	27 May 2025
5	Brief profile (in case of appointment)	Ms. Zeena Philip serves as the Chief Operating Officer of the Company. She is responsible for overseeing a broad spectrum of functions including Manufacturing, Quality and Engineering Operations, Supply Chain, Program Management, Information technology, Human capital, Pre Sales and the overall day-to day affairs of the Company.
6	Disclosure of relationships between directors	NA